

EXHIBIT E

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NEW YORK

In re:

ROCHESTER DRUG CO-OPERATIVE, INC.,
Debtor.

)
) Chapter 11
)

) Case No. 20-20230
)
)

NOTICE OF FILING

PLEASE TAKE NOTICE that, in accordance with the *Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Members of Official Committees* [Docket No. 333], Pachulski Stang Ziehl & Jones LLP has filed its *First Interim Fee Application of Pachulski Stang Ziehl & Jones LLP For Compensation For Services Rendered and Reimbursement of Expenses Incurred as Counsel to the Official Committee of Unsecured Creditors of the Debtor For the Period April 9, 2020 Through July 31, 2020*, a copy of which is attached hereto and hereby served upon you.

Date: September 17, 2020

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Ilan D. Scharf

James I. Stang (admitted *pro hac vice*)

Ilan D. Scharf

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Counsel to the Official Committee of Unsecured Creditors

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NEW YORK**

In re:

ROCHESTER DRUG CO-OPERATIVE, INC.,

Debtor.

Chapter 11

Case No. 20-20230

**COVER SHEET TO FIRST INTERIM FEE APPLICATION OF PACHULSKI
STANG ZIEHL & JONES LLP FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
OF THE DEBTOR FOR THE PERIOD APRIL 9, 2020 THROUGH JULY 31, 2020**

Name of Applicant: Pachulski Stang Ziehl & Jones LLP ("PSZJ")

Authorized to Provide Professional Services to: The Official Committee of Unsecured
Creditors of the Debtor

Date of Order Authorizing Employment: Order entered June 17, 2020 [Doc 409]
effective as of April 9, 2020

Period for Which Compensation is Sought: April 9, 2020 - July 31, 2020
(the "First Compensation Period")

Amount of Fees Sought: \$397,737.50

Amount of Expense Reimbursement Sought: \$ 1,366.08

This is PSZJ's first interim fee application.

Blended Rate in this Application for All Attorneys:	\$ 563.30
Blended Rate in this Application for All Timekeepers:	\$ 690.04
Compensation Sought in this Application Already Paid Pursuant to a Monthly Compensation Order but Not Yet Allowed:	\$221,736.00
Compensation Sought in this Application Not Paid Pursuant to a Monthly Compensation Order:	\$ 96,454.00
Expenses Sought in this Application Already Paid Pursuant to a Monthly Compensation Order but Not Yet Allowed:	\$ 1,099.21

I. PRIOR MONTHLY STATEMENTS AND INTERIM APPLICATIONS FILED

Date Filed	Period Covered	Requested Fees	Requested Expenses	Approved Fees	Approved Expenses
07/08/20	04/09/20 – 05/31/20	\$136,667.50	\$610.34	\$109,334.00	\$610.34
08/10/20	06/01/20 – 06/30/20	\$140,502.50	\$488.87	\$112,402.00	\$488.87
08/27/20	07/01/20 – 07/31/20	\$120,567.50	\$266.87	Pending	Pending

II. PSZ&J PROFESSIONALS

Name of Professional Individual	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including Changes) (Rates capped at \$700/hour)	Total Hours Billed	Total Compensation
James I. Stang	Partner 1983; Member of CA Bar since 1980	\$700.00	9.70	\$ 6,790.00
Iain A.W. Nasatir	Partner 1999; Member of NY Bar since 1983 Member of CA Bar since 1990	\$700.00	5.30	\$ 3,710.00
Maxim B. Litvak	Partner 2004; Member of TX Bar since 1997; Member of CA Bar since 2001	\$700.00	5.80	\$ 4,060.00
Nina L. Hong	Partner 2006; Member of CA Bar since 1996	\$700.00	2.60	\$ 1,820.00
Ilan D. Scharf	Partner 2010; Member of NY Bar since 2002	\$700.00	161.80	\$113,260.00
Richard E. Mikels	Partner 2016; Member of MA Bar since 1972; Member of NY Bar since 2015	\$700.00	19.80	\$ 13,860.00
Jason S. Pomerantz	Partner 2019; Member of CA Bar since 1991	\$700.00	220.30	\$154,210.00
William L. Ramseyer	Of Counsel 1989; Member of CA Bar since 1980	\$700.00	2.80	\$ 1,960.00
Gina F. Brandt	Of Counsel 2000; Member of CA Bar since 1976	\$700.00	2.20	\$ 1,540.00
Richard J. Gruber	Of Counsel 2008; Member of CA Bar since 1982	\$700.00	2.20	\$ 1,540.00
Gail S. Greenwood	Of Counsel 2009; Member of CA Bar since 1994	\$700.00	86.00	\$ 60,200.00

Name of Professional Individual	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including Changes) (Rates capped at \$700/hour)	Total Hours Billed	Total Compensation
Cia H. Mackle	Of Counsel 2007; Member of FL Bar since 2006	\$675.00	24.40	\$ 16,470.00
Steven W. Golden	Associate 2016; Member of NY and MD Bars since 2015; Member of TX Bar since 2016	\$625.00	20.40	\$ 12,750.00
Beth D. Dassa	Paralegal 2006	\$425.00	0.10	\$ 42.50
La Asia Canty	Paralegal 2017	\$425.00	13.00	\$ 5,525.00

Grand Total: \$397,737.50

Total Hours: 576.40

Blended Rate: \$690.04

III. COMPENSATION BY CATEGORY

Project Categories	Total Hours	Total Fees
Asset Analysis/Recovery	72.40	\$ 49,685.00
Asset Disposition	30.60	\$ 21,420.00
Bankruptcy Litigation	49.70	\$ 34,327.50
Case Administration	7.10	\$ 3,677.50
Claims Admin./Objections	45.00	\$ 31,332.50
Compensation of Professional	7.50	\$ 4,837.50
Employee Benefit/Pension	7.70	\$ 5,390.00
Financing	39.20	\$ 26,712.50
General Creditors Comm.	49.60	\$ 34,682.50
Hearing	4.20	\$ 2,940.00
Insurance Coverage	12.70	\$ 8,890.00
Litigation (Non-Bankruptcy)	2.10	\$ 1,470.00
Meeting of Creditors	2.20	\$ 1,427.50
Plan & Disclosure Statement	143.20	\$100,210.00
PSZ&J Retention	1.30	\$ 552.50
Retention of Professional	26.30	\$ 17,510.00
Retention of Prof./Others	3.70	\$ 2,590.00
Stay litigation	71.90	\$ 50,082.50

IV. EXPENSE SUMMARY

Expense Category	Service Provider (if applicable) ¹	Total Expenses
Conference Call	Loop Up; AT&T Conference Call	\$455.11
CourtLink		\$ 52.23
Legal Research	Lexis/Nexis	\$146.77
Court Research	Pacer	\$ 52.50
Postage	US Mail	\$ 44.22
Reproduction Expense		\$444.65
Reproduction/ Scan Copy		\$ 29.10
Transcript	Cl@s	\$141.50

The total time expended in connection with the preparation of this application is not included herein, as additional time was expended after the First Compensation Period.

Date: September 17, 2020

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Ilan D. Scharf

James I. Stang (admitted *pro hac vice*)

Ilan D. Scharf

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*Counsel to the Official Committee of Unsecured
Creditors*

¹ PSZ&J may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NEW YORK**

In re:

ROCHESTER DRUG CO-OPERATIVE, INC.,

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**FIRST INTERIM FEE APPLICATION OF PACHULSKI STANG
ZIEHL & JONES LLP FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
OF THE DEBTOR FOR THE PERIOD APRIL 9, 2020 THROUGH JULY 31, 2020**

Pachulski Stang Ziehl & Jones LLP. (“PSZJ” or the “Firm”), counsel to the official committee of unsecured creditors of the debtor (the “Committee”), hereby submits this first interim fee application, pursuant to 11 U.S.C. §§ 330 and 331 and Rule 2016 of the Federal Rules of Bankruptcy Procedure, for (a) allowance of interim compensation for professional services performed by PSZJ for the period commencing April 9, 2020 through and including July 31, 2020 (the “First Compensation Period”) in the amount of \$397,737.50, and (b) reimbursement of its actual and necessary expenses in the amount of \$1,366.08 incurred during the First Compensation Period, on the following grounds:

I. JURISDICTION

1. The Court has jurisdiction over this application pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2).
2. Venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory predicates for relief are sections 330 and 331 of Title 11 of the United States Code (the “Bankruptcy Code”) and Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”).

II. BACKGROUND

4. On March 12, 2020 (the “Petition Date”), Rochester Drug Co-Operative, Inc. (the “Debtor”) filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code. The Debtor remains in possession of its property and continues to operate and maintain its organization as a debtor-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

5. On April 7, 2020, the United States Trustee appointed the Committee, pursuant to section 1102 of the Bankruptcy Code. *See Appointment of Committee of Unsecured Creditors* [Doc 138]. Following the Committee’s appointment, the Committee, subject to Court approval, retained PSZJ as its counsel.

6. On or about May 12, 2020, PSZJ filed its application seeking to be employed in this case (“Retention Application”). As set forth in the declaration of Ilan D. Scharf in support of the Retention Application, due to the unique circumstances of this case, PSZJ proposed to charge hourly rates which are below its regular hourly rates, specifically, to charge its normal and customary hourly rates, subject to a cap of \$700 per hour. On June 17, 2020, the Court entered its “Order Authorizing and Approving the Employment of Pachulski Stang Ziehl & Jones LLP as Counsel to the Official Committee of Unsecured Creditors of the Debtor Effective as of April 9, 2020” (the “Retention Order” [Doc 409], authorizing the employment of

PSZJ as counsel to the Committee effective as of April 9, 2020. The Retention Order authorized PSZJ to apply for compensation for professional services rendered and reimbursement of expenses as set forth in the Retention Application, subject to the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and any other applicable procedures and orders of this Court.

7. PSZJ did not receive a retainer in connection with its employment and, to date, has only received compensation for services and reimbursement of expenses pursuant to the “Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Members of Official Committees,” entered May 26, 2020 (the “Interim Compensation Order”) [Doc 333].

8. Pursuant to the Interim Compensation Order, PSZJ has filed notices of invoices for services rendered during the First Compensation Period. Copies of such notices are attached hereto as Exhibits A to C. A summary of these notices is as follows:

First Compensation Period	Total Fees	80% of Fees	20% Holdback	100% Expenses	Total Paid during 1st Compensation Period
04/09/20 – 05/31/20	\$136,667.50	\$109,334.00	\$27,333.50	\$610.34	\$109,944.34
06/01/20 – 06/30/20	\$140,502.50	\$112,402.00	\$28,100.50	\$488.87	\$112,890.87
07/01/20 – 07/31/20	\$120,567.50	\$ 96,454.00	\$24,113.50	\$266.87	\$0.00
Total:	\$397,737.50	\$318,190.00	\$79,547.50	\$1,366.08	\$222,835.21

9. Accordingly, pursuant to the notices of invoices filed for the First Compensation Period, PSZJ has received a total amount of \$222,835.21. There remains unpaid a total amount of \$176,268.37 for the First Compensation Period.

Summary of Services Rendered by PSZJ During the First Compensation Period¹

10. During the First Compensation Period, PSZJ has rendered numerous, varied and substantial services to the Committee in connection with this case, including but not limited to:

A. Asset Analysis and Recovery

11. This category relates to work regarding asset analysis and recovery issues. During the First Compensation Period, the Firm, among other things: (1) reviewed and analyzed preference issues; (2) reviewed and analyzed asset sales forfeiture issues; (3) reviewed and analyzed fraudulent transfer issues; (4) reviewed and analyzed co-op structure and fiduciary duties; (5) reviewed and analyzed dividend recovery issues; (6) performed work regarding a diligence list of information and documents to obtain from the Debtor; (7) reviewed and analyzed government claim priority issues; (8) reviewed and analyzed documents relating to forfeiture issues; (9) reviewed and analyzed a Deferred Prosecution Agreement and related documents; (10) performed work regarding a memorandum on forfeiture issues, and reviewed and analyzed the forfeiture claim by the government; (11) reviewed and analyzed criminal settlement issues; (12) reviewed and analyzed documents from the Bank regarding borrowing base, and valuation and appraisal issues; (13) performed work regarding document requests to the Debtor and the Bank; (14) reviewed and analyzed documents regarding insider payments; (15) reviewed and analyzed issues regarding anti-trust settlements; (16) reviewed and analyzed issues regarding the Hiscox insurance litigation; (17) reviewed and analyzed insurance claims; (18) reviewed and analyzed preference data; (19) performed work regarding a preference

¹ PSZ&J billed some similar services to different categories. Such billing has not resulted in any duplication of fees.

preliminary report; and (20) corresponded and conferred regarding asset analysis and recovery issues.

Fees: \$49,685.00; Hours: 72.40

B. Asset Disposition

12. This category relates to work regarding sales and other asset disposition issues. During the First Compensation Period, the Firm, among other things: (1) attended to issues regarding a continuance request related to sales procedures motion; (2) reviewed and analyzed the United States Trustee objection to bid procedures motion; (3) performed work regarding objections to a sale motion and a bid procedures motion; (4) reviewed and analyzed issues regarding forfeiture and asset disposition of personal property; (5) responded to inquiries from potential purchasers; (6) reviewed and analyzed issues regarding vehicle sales; (7) reviewed and analyzed a vehicle sale motion; (8) reviewed and analyzed a draft Asset Purchase Agreement related to Fairfield; (9) attended to issues regarding an adjournment of sale motion hearing; (10) reviewed and analyzed break-up fee issues; (11) reviewed and analyzed release issues; (12) reviewed and analyzed accounts receivable issues; (13) reviewed and analyzed anti-trust claim issues; (14) reviewed and analyzed a sale order; and (15) corresponded and conferred regarding asset disposition issues.

Fees: \$21,420.00; Hours: 30.60

C. Bankruptcy Litigation

13. This category relates to work regarding motions or adversary proceedings in the Bankruptcy Court. During the First Compensation Period, the Firm, among other things:

(1) performed work regarding continuance requests; (2) prepared for and attended Omnibus hearings on April 10 and 17, 2020; (3) performed work regarding a notice of appearance; (4) performed work regarding a *pro hac vice* motion; (5) reviewed and analyzed Key Employee Incentive Program (“KEIP”) and Key Employee Retention Program issues (“KERP”); (6) performed work regarding document requests to the Debtor and the Bank; (7) reviewed and analyzed enforcement issues; (8) reviewed and analyzed a rebate motion and tax and insurance orders; (9) reviewed and analyzed issues regarding settlement with USA Bank; (10) attended to issues regarding a data room, and reviewed and analyzed documents; (11) reviewed and analyzed the Specialty RX settlement; (12) reviewed and analyzed issues regarding documents requested and produced; (13) reviewed and analyzed accounts receivable issues; (14) performed work regarding accounts receivable settlements and settlement agreements; (15) performed work regarding the Specialty RX settlement agreement; (16) reviewed and analyzed supplement document production from the Debtor; and (17) corresponded and conferred regarding bankruptcy litigation issues.

Fees: \$34,327.50; Hours: 49.70

D. Case Administration

14. This category relates to work regarding administration of this case. During the First Compensation Period, the Firm, among other things, maintained a critical dates memorandum, and corresponded and conferred regarding case administration issues.

Fees: \$3,677.50; Hours: 7.10

E. Claims Administration and Objections

15. This category relates to work regarding claims administration and claims objections. During the First Compensation Period, the Firm, among other things: (1) reviewed and analyzed a bar date motion; (2) reviewed and analyzed a draft claim form; (3) reviewed and analyzed the United States Trustee objection to bar date motion and performed work regarding a reply; (4) performed work regarding a bar date order; (5) reviewed and analyzed a brief by Private Insurance Plaintiffs regarding class claim; (6) reviewed and analyzed class action documents; (7) reviewed and analyzed the Private Insurance Plaintiffs' motion for leave to file class claim and performed work regarding an opposition to such motion; (8) performed work regarding accounts payable issues; (9) reviewed and analyzed municipal claims and a settlement proposal relating to municipalities; (10) attended to issues regarding the New York Attorney Generals claim; (11) performed work regarding a class claim stipulation; and (12) corresponded and conferred regarding claim issues.

Fees: \$31,332.50; Hours: 45.00

F. Compensation of Professionals

16. This category relates to issues regarding the compensation of the Firm. During the First Compensation Period, the Firm, among other things: (1) performed work regarding monthly fee statements; (2) reviewed and analyzed the Debtor's Ordinary Course Professionals motion; and (3) corresponded and conferred regarding compensation issues.

Fees: \$4,837.50; Hours: 7.50

G. Employee Benefits and Pensions

17. This category relates to work regarding employee benefit plans and pensions, and other employee issues. During the First Compensation Period, the Firm, among other things: (1) reviewed and analyzed a KEIP/KERP motion; (2) reviewed and analyzed the United States Trustee objection to KEIP/KERP motion; (3) drafted an objection to the KEIP/KERP motion; (4) reviewed and analyzed a wage order; (5) reviewed and analyzed new KEIP/KERP pleadings from the Debtor; and (6) corresponded and conferred regarding employee issues.

Fees: \$5,390.00; Hours: 7.70

H. Financing

18. This category relates to issues regarding Debtor in Possession financing and use of cash collateral. During the First Compensation Period, the Firm, among other things: (1) reviewed and analyzed a cash collateral motion and interim order, and drafted an objection to such motion; (2) performed work regarding a cash collateral order; (3) reviewed and analyzed the United States Trustee's comments and the Debtor's responses regarding cash collateral issues; (4) reviewed and analyzed a cash management order; (5) performed work regarding a document request to M&T; (6) reviewed and analyzed loan documents; (7) reviewed and analyzed lien perfection issues; (8) reviewed and analyzed UCC search results; (9) attended to challenge deadline issues; (10) reviewed and analyzed cash flow forecast issues; (11) reviewed and analyzed budget issues; and (12) corresponded and conferred regarding financing issues.

Fees: \$26,712.50; Hours: 39.20

I. General Creditors Committee

19. This category relates to general Committee issues. During the First Compensation Period, the Firm, among other things: (1) reviewed and analyzed asset sales and liquidation issues; (2) performed work regarding Committee bylaws; (3) prepared for and participated in conferences with the Committee regarding case issues; (4) prepared memorandum to the Committee regarding case issues, including KEIP, financing, and retention applications; (5) attended to case strategy issues; (6) performed work regarding a global settlement; (7) reviewed and analyzed potential recusal and conflicts issues; (8) performed work regarding a non-disclosure agreement related to anti-trust litigation; and (9) conferred and corresponded regarding general Committee issues.

Fees: \$34,682.50; Hours: 49.60

J. Hearing

20. This category relates to hearing issues. During the First Compensation Period, the Firm, among other things: (1) prepared for and attended hearings on April 27, 2020 and May 15, 2020; (2) prepared for and attended hearings on June 12, 2020 regarding a bar date motion, and on June 19, 2020 regarding the bid procedures motion in the Fairfield matter; and (3) corresponded regarding hearing issues.

Fees: \$2,940.00; Hours: 4.20

K. Insurance Coverage

21. This category relates to insurance coverage issues. During the First Compensation Period, the Firm, among other things: (1) reviewed and analyzed issues regarding

tail insurance and primary and excess policies; (2) reviewed and analyzed insurance coverage issues; (3) reviewed and analyzed policies regarding exclusions and exceptions to coverage, including fraudulent transfer issues; (4) reviewed and analyzed an insurance ruling regarding Hiscox; and (5) corresponded and conferred regarding insurance issues.

Fees: \$8,890.00; Hours: 12.70

L. Litigation (Non-Bankruptcy)

22. This category relates to litigation issues in courts other than the Bankruptcy Court. During the First Compensation Period, the Firm, among other things, reviewed and analyzed anti-trust litigation issues.

Fees: \$1,470.00; Hours: 2.10

M. Meeting of Creditors

23. This category relates to meeting of creditors issues. During the First Compensation Period, the Firm, among other things, prepared for and attended a Section 341 Meeting of Creditors on April 16, 2020.

Fees: \$1,427.50; Hours: 2.20

N. Plan and Disclosure Statement

24. This category relates to issues regarding a Plan of Reorganization (“Plan”) and Disclosure Statement. During the First Compensation Period, the Firm, among other things: (1) reviewed and analyzed a settlement proposal including review of a draft term sheet; (2) reviewed and analyzed waterfall issues; (3) performed work regarding a counter proposal to M&T and the United States Government; (4) reviewed and analyzed a forecast by the Debtor;

(5) performed work regarding a revised term sheet; (6) performed work regarding negotiations with the Debtor, M&T and the United States Government; (7) reviewed and analyzed the M&T response to term sheet counter-offer and performed work regarding a reply; (8) performed work regarding a global settlement agreement; (9) performed work regarding a motion for approval of the global settlement agreement; (10) reviewed and analyzed release issues; (11) reviewed and analyzed liquidation trust issues; (12) reviewed and analyzed Plan and Disclosure Statement issues; (13) performed work regarding a Plan and Disclosure Statement; (14) reviewed and analyzed comments to the Plan and revised the Plan and Disclosure Statement; (15) performed work regarding selection of a Liquidation Trustee; and (16) conferred and corresponded regarding Plan and Disclosure Statement issues.

Fees: \$100,210.00; Hours: 143.20

O. PSZ&J Retention

25. This category relates to issues regarding retention of the Firm. During the First Compensation Period, the Firm, among other things, performed work regarding a supplemental declaration and its retention order.

Fees: \$552.50; Hours: 1.30

P. Retention of Professionals

26. This category relates to issues regarding retention of the Firm. During the First Compensation Period, the Firm, among other things: (1) performed work regarding the Firm's retention application and related order; (2) performed work regarding an objection to application of United States Trustee Large Case Guidelines to this case; (3) performed work

regarding an objection to the Debtor's Ordinary Course Professionals motion; (4) performed work regarding the GlassRatner retention application; and (5) corresponded and conferred regarding retention issues.

Fees: \$17,510.00; Hours: 26.30

Q. Retention of Professionals--Others

27. This category relates to issues regarding the retention of professionals, other than the Firm. During the First Compensation Period, the Firm, among other things: (1) performed work regarding the GlassRatner retention application; (2) reviewed and analyzed the Debtor's Ordinary Course Professionals motion; and (3) corresponded and conferred regarding retention issues.

Fees: \$2,590.00; Hours: 3.70

R. Stay Litigation

28. This category relates to work regarding the automatic stay and relief from stay motions. During the First Compensation Period, the Firm, among other things: (1) reviewed and analyzed setoff issues; (2) reviewed and analyzed the Merck, Mead and Novartis relief from stay motions and performed work regarding objections to such motions; and (3) corresponded and conferred regarding stay litigation issues.

Fees: \$50,082.50; Hours: 71.90

29. The above-referenced description of services is not intended to be exhaustive of the scope of PSZJ's services rendered on behalf of the Committee. A full accounting of all services rendered on behalf of the Committee during the First Compensation

Period is contained in related time records attached to the notices of invoices, attached hereto as Exhibits A to C.

30. As contained in the time records attached to the notices of invoices, PSZJ has expended a total of 576.40 hours during the First Compensation Period representing the Committee in this case. The value of the services rendered to the Committee by PSZJ is \$397,737.50 and PSZJ has incurred actual and necessary out-of-pocket expenses in the amount of \$1,366.08 during the First Compensation Period in connection with such professional services.

III. RELIEF REQUESTED

31. By this application, PSZJ requests entry of an order, substantially in the form attached as Exhibit D: (a) allowing, on an interim basis, \$397,737.50 as compensation for professional services rendered and \$1,366.08 as reimbursement of actual and necessary out-of-pocket expenses incurred during the First Compensation Period in connection with such professional services, and (b) directing the Debtor to pay PSZJ the amount of \$176,268.37 for the total unpaid portion of the First Compensation Period.

Professional Services Rendered During First Compensation Period

32. The value of the professional services rendered to the Committee during the First Compensation Period has been billed at rates normally charged by PSZJ for comparable services performed for other clients, subject to a \$700/hour cap. The requested fees in the amount of \$397,737.50 are reasonable under the circumstances, and reflect the expertise of counsel in representing the Committee in this case.

33. PSZJ has attempted to avoid any duplication of services by its professionals in rendering services. When more than one professional participated in any conference or hearing, such joint participation was necessary because of the complexity of the legal issues involved, the various legal disciplines required, or the need to familiarize the professional with such matters so that he or she could independently perform further essential services in connection with this case.

34. Each entry itemized in PSZJ's time records includes (a) use of a project category (each a "Project Category"), (b) a description of each activity or service that an individual performed, and (c) the number of hours (in increments of one-tenth of an hour) spent by an individual performing the activity or providing service. Attached as Exhibit E is a list of the aggregate recorded hours, blended rate and fees incurred for each Project Category.

Actual and Necessary Expenses Incurred During First Compensation Period

35. During the First Compensation Period, PSZJ has incurred actual and necessary out-of-pocket expenses in the total amount of \$1,366.08.

36. PSZJ seeks reimbursement for, among other things, the following types of expenses: (a) copy expenses; (b) conference calls; (c) online research; (d) delivery services and couriers; (e) postage; (f) trial transcript costs; and (g) miscellaneous expenses. Below is a summary of the actual and necessary out-of-pocket expenses incurred on behalf of the Committee during the First Compensation Period:

EXPENSE CATEGORY	AMOUNT
Copy Expense	\$473.75
Conference Call	\$455.11
Online Research	\$251.50

Lexis-Nexis Research	\$146.77
PACER Research	\$52.50
CourtLink	\$52.23
Postage	\$ 44.22
Transcript	\$141.50
Total:	\$1,366.08

All expense entries detailed in PSZJ's time records include an itemization of the expenses by category, the date the expense was incurred, and the amount of the expense. The requested expenses are of the kind customarily charged by PSZJ for similar items in other similar matters. All expenses were incurred on behalf of the Committee, and all expenses paid to outside vendors were billed in this case by PSZJ at the rate charged to PSZJ.

IV. GROUND FOR GRANTING RELIEF REQUESTED

37. All of the services for which compensation is requested by PSZJ were performed for, or on behalf of, the Committee, and not on behalf of the Debtor, any creditor, examiner, trustee or any other entity. In addition, PSZJ has not entered into any agreements to fix fees or share compensation as prohibited by 18 U.S.C. § 155 and 11 U.S.C. § 504.

38. This interim application is made at this time due to the substantial amount of time devoted on behalf of the Committee during the First Compensation Period and the impact that the expenditure of such an amount of time without further compensation will have upon PSZJ finances if compensation were delayed to a later time. Thus, Applicant respectfully submits that, pursuant to Local Rule 2016-1 and the Interim Compensation Order, Applicant should not be required to await the conclusion of this case to request the relief sought in this interim fee application.

39. As this Application demonstrates, the services that PSZJ has rendered on behalf of the Committee have been beneficial to the Committee and the Debtor's estate in that the services have been utilized to assist the Committee with those matters outlined above.

40. The attorneys primarily responsible for representing the Committee in connection with this case, James I. Stang and Ilan D. Scarf, have extensive experience in representing creditors' committees, and in cases similar to this one.

41. Section 331 of the Bankruptcy Code provides for interim compensation of professionals and incorporates the substantive standards of section 330 of the Bankruptcy Code that govern the Court's award of such compensation. See 11 U.S.C. § 331. Section 330 of the Bankruptcy Code provides that a court may award a professional employed under section 327 of the Bankruptcy Code "reasonable compensation for actual, necessary services rendered . . . and reimbursement for actual, necessary expenses." 11 U.S.C. § 330(a)(1)(A)-(B). Section 330 of the Bankruptcy Code also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded . . . the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- (F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3).

42. PSZJ has reviewed the requirements of each of the foregoing and believes that this application is in compliance with such requirements, as applicable.

43. In addition to the foregoing specified services, PSZJ believes that it has performed further services which are not reflected in the time records. It is impossible to record the detail of each letter, telephone call, conference time or research. Many such hours have been performed to date, but PSZJ is not requesting compensation for them. Further, as set forth above, PSZJ has capped its hourly rate.

44. All services for which PSZJ seeks compensation, and expenses for which it seeks reimbursement, were performed on behalf of the Committee and were necessary and beneficial to the Committee. PSZJ worked diligently to anticipate or respond to the Committee's needs and assist in the navigation of this very complex chapter 11 case. The compensation requested herein is reasonable in light of the nature, extent, and value of such services rendered to the Committee.

45. In connection with the matters covered by this application, PSZJ received no payment and no promises of payment for services rendered, or to be rendered, from any source other than the Debtor's bankruptcy estate. There is no agreement or understanding between PSZJ and any other person, other than members of the firm, for the sharing of compensation received for services rendered in this case.

V. Valuation of Services

46. Attorneys and paraprofessionals of PSZ&J expended a total 576.40 hours in connection with their representation of the Committee during the First Compensation Period, as follows:

Name of Professional Individual	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including Changes) (Rates capped at \$700/hour)	Total Hours Billed	Total Compensation
James I. Stang	Partner 1983; Member of CA Bar since 1980	\$700.00	9.70	\$ 6,790.00
Iain A.W. Nasatir	Partner 1999; Member of NY Bar since 1983 Member of CA Bar since 1990	\$700.00	5.30	\$ 3,710.00
Maxim B. Litvak	Partner 2004; Member of TX Bar since 1997; Member of CA Bar since 2001	\$700.00	5.80	\$ 4,060.00
Nina L. Hong	Partner 2006; Member of CA Bar since 1996	\$700.00	2.60	\$ 1,820.00
Ilan D. Scharf	Partner 2010; Member of NY Bar since 2002	\$700.00	161.80	\$113,260.00
Richard E. Mikels	Partner 2016; Member of MA Bar since 1972; Member of NY Bar since 2015	\$700.00	19.80	\$ 13,860.00
Jason S. Pomerantz	Partner 2019; Member of CA Bar since 1991	\$700.00	220.30	\$154,210.00
William L. Ramseyer	Of Counsel 1989; Member of CA Bar since 1980	\$700.00	2.80	\$ 1,960.00
Gina F. Brandt	Of Counsel 2000; Member of CA Bar since 1976	\$700.00	2.20	\$ 1,540.00
Richard J. Gruber	Of Counsel 2008; Member of CA Bar since 1982	\$700.00	2.20	\$ 1,540.00
Gail S. Greenwood	Of Counsel 2009; Member of CA Bar since 1994	\$700.00	86.00	\$ 60,200.00
Cia H. Mackle	Of Counsel 2007; Member of FL Bar since 2006	\$675.00	24.40	\$ 16,470.00

Name of Professional Individual	Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including Changes) (Rates capped at \$700/hour)	Total Hours Billed	Total Compensation
Steven W. Golden	Associate 2016; Member of NY and MD Bars since 2015; Member of TX Bar since 2016	\$625.00	20.40	\$ 12,750.00
Beth D. Dassa	Paralegal 2006	\$425.00	0.10	\$ 42.50
La Asia Canty	Paralegal 2017	\$425.00	13.00	\$ 5,525.00

Grand Total: \$397,737.50

Total Hours: 576.40

Blended Rate: \$690.04

47. To the extent time or disbursement charges for services rendered or expenses incurred relate to the First Compensation Period but were not processed prior to the preparation of this application or PSZJ has for any other reason not yet sought compensation or reimbursement of expenses herein with respect to any services rendered or expenses incurred during the First Compensation Period, PSZJ reserves the right to request compensation for such services and reimbursement of such expenses in a future application.

48. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by PSZ&J is fair and reasonable given (a) the complexity of the case, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, PSZ&J has reviewed the requirements of Local Rule 2016-1 and the Interim Compensation Order entered May 26, 2020 and believes that this Application complies with such Rule and Order.

VI. NOTICE

49. Notice of this application is being given to (a) the Debtor, (b) the Debtor's counsel, (c) the U.S. Trustee, and (d) those parties who have appeared in this case or have requested notice pursuant to Bankruptcy Rule 2002.

WHEREFORE, PSZJ respectfully requests the Court enter an order, substantially in the form attached as Exhibit D: (i) allowing, on an interim basis, \$397,737.50 as compensation for professional services rendered and \$1,366.08 as reimbursement of actual and necessary out-of-pocket expenses incurred during the First Compensation Period in connection with such professional services; (ii) directing the Debtor to pay PSZJ the amount of \$176,268.37 for the unpaid amounts incurred during the First Compensation Period; (iii) allowing such compensation for professional services rendered and reimbursement of actual and necessary out-of-pocket expenses incurred without prejudice to PSZJ's right to seek additional compensation for services performed and expenses incurred during the First Compensation Period, which were not processed at the time of this application; and (iv) granting PSZJ all other just and proper relief.

Date: September 17, 2020

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Ilan D. Scharf

James I. Stang (admitted *pro hac vice*)

Ilan D. Scharf

780 Third Avenue, 34th Floor

New York, NY 10017

Telephone: (212) 561-7700

Facsimile: (212) 561-7777

Email: jstang@pszjlaw.com

ischarf@pszjlaw.com

Counsel to the Official Committee of Unsecured Creditors

VERIFICATION

STATE OF NEW YORK :
:
COUNTY OF NEW YORK :

Ilan D. Scharf, after being duly sworn according to law, deposes and says:

- a) I am a partner with the applicant law firm Pachulski Stang Ziehl & Jones LLP, and have been admitted to appear before this Court.
- b) I am familiar with the work performed on behalf of the Committee by the lawyers and paraprofessionals of PSZ&J.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Local Rule 2016-1 and the Interim Compensation Order entered May 26, 2020 and believe that this Application substantially complies with such Rule and Order.
- d) [Local Rule 2016-1(A)] This interim application is made at this time due to the substantial amount of time devoted on behalf of the Committee during the First Compensation Period and the impact that the expenditure of such an amount of time without further compensation will have upon PSZJ finances if compensation were delayed to a later time. Thus, Applicant respectfully submits that, pursuant to Local Rule 2016-1 and the Interim Compensation Order, Applicant should not be required to await the conclusion of this case to request the relief sought in this interim fee application.

/s/ Ilan D. Scharf

Ilan D. Scharf

EXHIBIT A
(First Monthly Fee Statement)

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NEW YORK

In re:

ROCHESTER DRUG CO-OPERATIVE, INC.,

Debtor.

)
) Chapter 11
)
) Case No. 20-20230
)
)
)
)

NOTICE OF FILING

PLEASE TAKE NOTICE that, in accordance with the Administrative Order Establishing Procedures for Interim Compensation and Reimbursement for Expenses for Professionals and Members of Official Committees [Docket No. 333], Pachulski Stang Ziehl & Jones LLP has filed the *Combined First Monthly Fee Statement of Pachulski Stang Ziehl & Jones, LLP for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors for Rochester Drug Co-Operative, Inc. for the Period April 9, 2020 Through May 31, 2020*, a copy of which is attached hereto and hereby served upon you.

Date: July 8, 2020

PACHULSKI STANG ZIEHL & JONES LLP

/s/Ilan D. Scharf

James I. Stang (*pro hac vice*)

Ilan D. Scharf

780 Third Avenue, 34th Floor

New York, NY 10017

Telephone: (212) 561-7700

Facsimile: (212) 561-7777

Email: jstang@pszlaw.com

ischarf@pszlaw.com

Counsel to the Official Committee of Unsecured Creditors

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NEW YORK

In re:

ROCHESTER DRUG CO-OPERATIVE, INC.,

Debtor.

)
) Chapter 11
)
) Case No. 20-20230
)
)
)

**COMBINED FIRST MONTHLY FEE STATEMENT OF PACHULSKI STANG
ZIEHL & JONES LLP FOR COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO OFFICIAL
COMMITTEE OF UNSECURED CREDITORS FOR ROCHESTER DRUG CO-
OPERATIVE, INC. FOR THE PERIOD APRIL 9, 2020 THROUGH MAY 31, 2020**

Name of Applicant:

Pachulski Stang Ziehl & Jones LLP

Authorized to Provide Professional
Services to:

The Official Committee of Unsecured Creditors
of Rochester Drug Co-Operative, Inc.

Date of Retention:

Order Entered June 17, 2020 [Docket No. 409]
Employment Effective as of April 9, 2020

Period for which compensation and
Reimbursement is sought:

April 9, 2020 through May 31, 2020

Amount of compensation sought
as well as actual, reasonable and
necessary:

80% of \$136,667.50 (\$109,334.00)

Amount of expense reimbursement sought
as actual, reasonable and necessary:

\$610.34

This is a X monthly ____ quarterly ____ final application

This is the first monthly fee statement by Pachulski Stang Ziehl & Jones LLP in this case.

780 Third Avenue
34th Floor
New York, NY 10017

IDS

RE: Committee Representation

TOTAL BALANCE DUE	\$137,277.84
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Pachulski Stang Ziehl & Jones LLP
Rochester Drug Co-Op O.C.C.
75015 - 00002

Page: 2
Invoice 125170
May 31, 2020

Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
CHM	Mackle, Cia H.	Counsel	675.00	19.10	\$12,892.50
IDS	Scharf, Ilan D.	Partner	700.00	85.40	\$59,780.00
JIS	Stang, James I.	Partner	700.00	9.20	\$6,440.00
JSP	Pomerantz, Jason S.	Partner	700.00	55.90	\$39,130.00
LSC	Canty, La Asia S.	Paralegal	425.00	3.80	\$1,615.00
MBL	Litvak, Maxim B.	Partner	700.00	5.80	\$4,060.00
SWG	Golden, Steven W.	Associate	625.00	20.40	\$12,750.00
				<hr/> 199.60	<hr/> \$136,667.50

Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
AA	Asset Analysis/Recovery[B120]	48.90	\$33,235.00
AD	Asset Disposition [B130]	16.10	\$11,270.00
BL	Bankruptcy Litigation [L430]	13.60	\$9,057.50
CA	Case Administration [B110]	1.80	\$765.00
CO	Claims Admin/Objections[B310]	3.90	\$2,730.00
EB	Employee Benefit/Pension-B220	5.80	\$4,060.00
FN	Financing [B230]	37.40	\$25,452.50
GC	General Creditors Comm. [B150]	23.60	\$16,482.50
HE	Hearing	3.00	\$2,100.00
MC	Meeting of Creditors [B150]	2.20	\$1,427.50
PD	Plan & Disclosure Stmt. [B320]	31.40	\$21,977.50
RP	Retention of Prof. [B160]	8.20	\$5,520.00
RPO	Ret. of Prof./Other	3.70	\$2,590.00
		199.60	\$136,667.50

Page: 4
Invoice 125170
May 31, 2020

Description

Amount

\$89.64

\$370.50

\$8.70

\$141.50

\$610.34

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Asset Analysis/Recovery[B120]						
04/17/2020	IDS	AA	Telephone call with J. Pomerantz regarding preference analysis.	0.10	700.00	\$70.00
04/20/2020	JSP	AA	Conference call with T. Buck, D. Greenblatt and W. Weitz regarding preference analysis	0.70	700.00	\$490.00
04/21/2020	JSP	AA	Confer with T. Buck and others from GlassRatner regarding preference data	0.20	700.00	\$140.00
04/21/2020	IDS	AA	Telephone conference with Jason S. Pomerantz regarding preference analysis	0.20	700.00	\$140.00
04/21/2020	JIS	AA	Call with M&T regarding forfeiture issues (.4) and follow up call with Ilan Scharf (.1).	0.50	700.00	\$350.00
04/21/2020	IDS	AA	Call with Debtor and Bank counsel regarding asset sales forfeiture	0.50	700.00	\$350.00
04/21/2020	IDS	AA	Email to S. Golden regarding forfeiture	0.20	700.00	\$140.00
04/22/2020	SWG	AA	Research re: asset forfeiture.	1.90	625.00	\$1,187.50
04/22/2020	IDS	AA	Telephone conference with T. Buck regarding asset sales forfeiture.	0.30	700.00	\$210.00
04/23/2020	SWG	AA	Research re: asset forfeiture issues.	2.40	625.00	\$1,500.00
04/27/2020	JSP	AA	Review correspondence and attachments concerning data and analysis for potential chapter 5 causes of action	0.70	700.00	\$490.00
04/27/2020	JIS	AA	Follow up call with Ilan Scharf re forfeiture issues.	0.30	700.00	\$210.00
04/28/2020	JSP	AA	Prepare for conference call regarding data/analysis for preferences/fraudulent transfers	0.80	700.00	\$560.00
04/28/2020	JSP	AA	Participate on call with GlassRatner team regarding preference/fraudulent transfer analysis	0.40	700.00	\$280.00
04/28/2020	JSP	AA	Correspondence to GlassRatner team regarding preference analysis	0.40	700.00	\$280.00
04/29/2020	IDS	AA	Telephone conference with Debtor's collection counsel	0.80	700.00	\$560.00
05/03/2020	CHM	AA	Legal research re co-op structure and fiduciary duties re co-op.	3.60	675.00	\$2,430.00
05/03/2020	CHM	AA	Draft email memorandum to I. Scharf re fiduciary duties re cooperative.	0.80	675.00	\$540.00
05/04/2020	IDS	AA	Review and analyze Cia Mackle email memo regarding UFTA ,clawback.	0.80	700.00	\$560.00
05/06/2020	IDS	AA	Review legal research regarding dividend recovery.	1.20	700.00	\$840.00
05/15/2020	JSP	AA	Prepare for (.3) and confer with (.3) T. Buck	0.60	700.00	\$420.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			regarding data request for preference and other potentials claims			
05/19/2020	JSP	AA	Draft diligence list of information/documentation to obtain from RDC	2.80	700.00	\$1,960.00
05/19/2020	IDS	AA	Telephone call with Jason Pomerantz regarding due diligence to debtor.	0.20	700.00	\$140.00
05/19/2020	LSC	AA	Prepare draft of preliminary document requests to Debtor and confer and correspond with J. Pomerantz regarding the same.	0.80	425.00	\$340.00
05/20/2020	JSP	AA	Review and revise due diligence list for documents/information to analyze potential claims	1.60	700.00	\$1,120.00
05/20/2020	IDS	AA	Review text from T.Buck regarding M&T loan.	0.10	700.00	\$70.00
05/20/2020	IDS	AA	Revise due diligence list.	0.40	700.00	\$280.00
05/20/2020	LSC	AA	Update UCC document requests.	0.20	425.00	\$85.00
05/21/2020	IDS	AA	Review research and pleadings regarding forfeiture.	0.80	700.00	\$560.00
05/21/2020	IDS	AA	Review research regarding government claim priority.	0.70	700.00	\$490.00
05/21/2020	IDS	AA	Telephone call with Jason Pomerantz regarding forfeiture.	0.30	700.00	\$210.00
05/21/2020	CHM	AA	Email I. Scharf re forfeiture research.	0.10	675.00	\$67.50
05/22/2020	JSP	AA	Revise draft due diligence list in connection with documents and information for analysis of D&O and other potential claims	1.80	700.00	\$1,260.00
05/22/2020	IDS	AA	Telephone conference with C. Mackle, J. Pomerantz regarding forfeiture.	0.30	700.00	\$210.00
05/22/2020	IDS	AA	Follow up review of research regarding forfeiture.	1.80	700.00	\$1,260.00
05/22/2020	CHM	AA	Begin review of forfeiture documents and caselaw.	3.30	675.00	\$2,227.50
05/22/2020	CHM	AA	Telephone conference with I. Scharf and J. Pomerantz re forfeiture research.	0.30	675.00	\$202.50
05/22/2020	JSP	AA	Analysis regarding forfeiture issues raised by Govt	0.80	700.00	\$560.00
05/23/2020	JSP	AA	Notes regarding due diligence list/company	0.90	700.00	\$630.00
05/23/2020	JSP	AA	Correspondence regarding due diligence list/company	0.10	700.00	\$70.00
05/23/2020	CHM	AA	Detailed review of Deferred Prosecution Agreement and related documents.	2.30	675.00	\$1,552.50
05/24/2020	CHM	AA	Begin drafting memo re forfeiture issues.	2.40	675.00	\$1,620.00
05/24/2020	CHM	AA	Continue legal research re forfeiture for memo re same.	2.50	675.00	\$1,687.50

				Hours	Rate	Amount
05/24/2020	JSP	AA	Analysis regarding forfeiture claim by the government	0.90	700.00	\$630.00
05/25/2020	IDS	AA	Review Cia Mackle memo regarding forfeiture.	0.50	700.00	\$350.00
05/25/2020	IDS	AA	Review criminal settlement, DPA and criminal information.	1.70	700.00	\$1,190.00
05/25/2020	IDS	AA	Review cases cited by Cia Mackle memo regarding forfeiture.	0.80	700.00	\$560.00
05/25/2020	CHM	AA	Telephone conference with I. Scharf and J. Pomerantz re forfeiture.	0.60	675.00	\$405.00
05/25/2020	JSP	AA	Review forfeiture research/analysis	2.20	700.00	\$1,540.00
05/25/2020	JSP	AA	Call with I. Scharf and C. Mackle regarding forfeiture issues	0.30	700.00	\$210.00
				48.90		\$33,235.00

Asset Disposition [B130]

04/10/2020	JIS	AD	Call with Tom Buck (3x) regarding continuance request on sale procedures motion.	0.50	700.00	\$350.00
04/13/2020	IDS	AD	Review UST objection to bid procedures.	0.50	700.00	\$350.00
04/13/2020	IDS	AD	Revise objection to bid procedures.	0.80	700.00	\$560.00
04/14/2020	JIS	AD	Review and revise objection to sale.	0.90	700.00	\$630.00
04/14/2020	IDS	AD	Revise objection to bid procedures.	1.30	700.00	\$910.00
04/14/2020	IDS	AD	Revise objection to bid procedures.	1.40	700.00	\$980.00
04/14/2020	IDS	AD	Telephone call with T. Buck regarding objection to bid procedures.	0.70	700.00	\$490.00
04/14/2020	IDS	AD	Email to James Stang regarding bid procedures.	0.20	700.00	\$140.00
04/17/2020	IDS	AD	Telephone call with James Stang regarding sale hearing.	0.30	700.00	\$210.00
04/17/2020	IDS	AD	Telephone call with Argo regarding interest in AR.	0.30	700.00	\$210.00
04/17/2020	IDS	AD	Telephone call with M.Held regarding interest in assets.	0.20	700.00	\$140.00
04/17/2020	IDS	AD	Telephone call with T.Buck regarding asset sales.	0.30	700.00	\$210.00
04/17/2020	IDS	AD	Call with S. Donato, Hill, James Stang regarding hearing.	0.30	700.00	\$210.00
04/20/2020	JIS	AD	Call with Debtor's counsel regarding forfeiture and asset disposition of personal property.	1.00	700.00	\$700.00
04/21/2020	IDS	AD	Telephone conference with potential A/R purchaser(SK)	0.40	700.00	\$280.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
04/21/2020	IDS	AD	Telephone conference with James I. Stang regarding asset sales, other case matters	0.20	700.00	\$140.00
04/21/2020	IDS	AD	Email to Glass Ratner team regarding call to discuss asset sales, liquidity	0.10	700.00	\$70.00
04/22/2020	IDS	AD	Telephone conference with Debtor's counsel regarding forfeiture, asset sales.	1.00	700.00	\$700.00
04/28/2020	IDS	AD	Telephone conference with M. Shnezel regarding asset sales	0.70	700.00	\$490.00
05/01/2020	IDS	AD	Email to T.Buck regarding Angen vehicle sales.	0.20	700.00	\$140.00
05/01/2020	IDS	AD	Telephone call with C. Hill regarding sales, Angen, vehicle sales.	0.40	700.00	\$280.00
05/04/2020	IDS	AD	Email to C. Hill regarding potential purchaser.	0.20	700.00	\$140.00
05/06/2020	IDS	AD	Review vehicle sale motion.	0.30	700.00	\$210.00
05/07/2020	IDS	AD	Telephone conference with P. Celano regarding potential asset sale.	0.80	700.00	\$560.00
05/07/2020	IDS	AD	Email to R. Malone regarding asset sales.	0.20	700.00	\$140.00
05/13/2020	IDS	AD	Telephone call with C. Hill regarding asset sales; KEIP, retention.	0.10	700.00	\$70.00
05/15/2020	IDS	AD	Email to C.Hill regarding adjournment of bid pro.	0.10	700.00	\$70.00
05/19/2020	JSP	AD	Begin review of draft APA (Fairfield)	1.80	700.00	\$1,260.00
05/21/2020	JSP	AD	Continue review of draft APA - Fairfield	0.80	700.00	\$560.00
05/22/2020	IDS	AD	Email to C. Hill regarding adjournment of sale motion hearing.	0.10	700.00	\$70.00
				16.10		\$11,270.00

Bankruptcy Litigation [L430]

04/10/2020	JIS	BL	Call with S. Donato (2x) re continuance request for sale procedures, employee retention and interim comp.	0.20	700.00	\$140.00
04/10/2020	JIS	BL	Attend hearing regarding sales procedures, employee compensation and interim compensation.	0.50	700.00	\$350.00
04/14/2020	SWG	BL	Draft notice of appearance.	0.20	625.00	\$125.00
04/14/2020	SWG	BL	Draft J. Stang pro hac vice motion.	0.20	625.00	\$125.00
04/16/2020	SWG	BL	Call with Debtor's counsel cash collateral..	0.80	625.00	\$500.00
04/16/2020	SWG	BL	Call with Debtor's counsel re: claims and cash collateral.	0.20	625.00	\$125.00
04/16/2020	JIS	BL	Call with Debtor's counsel regarding pending	0.70	700.00	\$490.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			motions and 341 meeting questions.			
04/17/2020	SWG	BL	Call with Debtor's counsel.	0.30	625.00	\$187.50
04/17/2020	SWG	BL	Call with US Trustee re: case matters.	0.20	625.00	\$125.00
04/17/2020	JIS	BL	Call with Debtor to discuss 4.17 hearing agenda (.2); status report to Ilan Scharf on case developments in his absence (.2).	0.40	700.00	\$280.00
04/17/2020	IDS	BL	Attend hearing regarding bid procedures, KEIP/ KERP.	0.40	700.00	\$280.00
04/17/2020	IDS	BL	Prepare for hearing regarding bid procedures and KEIP/KERP; review all objections rescue.	1.50	700.00	\$1,050.00
04/20/2020	SWG	BL	Call with Debtors' counsel re enforcement action.	1.20	625.00	\$750.00
04/20/2020	LSC	BL	File notice of appearance.	0.20	425.00	\$85.00
04/21/2020	JSP	BL	Review and comment on Second Document Request to Debtor	0.90	700.00	\$630.00
04/21/2020	JSP	BL	Call with D. Greenblatt regarding Second Document Request to Debtor	0.10	700.00	\$70.00
04/21/2020	SWG	BL	Call with Debtor, Bank, and UCC professionals re: enforcement issues.	0.50	625.00	\$312.50
04/22/2020	IDS	BL	Review rebate motion.	0.40	700.00	\$280.00
04/27/2020	IDS	BL	Review tax order	0.40	700.00	\$280.00
04/27/2020	IDS	BL	Review insurance order	0.40	700.00	\$280.00
04/29/2020	IDS	BL	Review memo and case law cited regarding forfeiture	1.20	700.00	\$840.00
04/30/2020	IDS	BL	Email to D. Greenblatt regarding document request to bank	0.20	700.00	\$140.00
05/13/2020	IDS	BL	Telephone call with C. Hill regarding asset sales; KEIP, retention.	0.10	700.00	\$70.00
05/13/2020	IDS	BL	Telephone call with C. Hill regarding asset sales; KEIP, retention.	0.10	700.00	\$70.00
05/15/2020	IDS	BL	Review revised orders (First days)	0.80	700.00	\$560.00
05/25/2020	IDS	BL	Call with Cia Mackle and J. Pomerantz regarding forfeiture and settlement with USA Bank.	0.40	700.00	\$280.00
05/28/2020	LSC	BL	Preparation of materials for hearing and correspondence regarding the same.	0.50	425.00	\$212.50
05/28/2020	IDS	BL	Email memo to Committee regarding term sheet	0.60	700.00	\$420.00
				<u>13.60</u>		<u>\$9,057.50</u>

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Case Administration [B110]						
05/05/2020	LSC	CA	Prepare critical dates memo and correspondence regarding the same.	0.80	425.00	\$340.00
05/18/2020	LSC	CA	Update critical dates memo; calendar entries and deadlines.	0.50	425.00	\$212.50
05/26/2020	LSC	CA	Update critical dates memo; calendar entries and reminders.	0.50	425.00	\$212.50
				1.80		\$765.00

Claims Admin/Objections[B310]

05/05/2020	IDS	CO	Email to C. Hill regarding bar date.	0.40	700.00	\$280.00
05/25/2020	JSP	CO	Review draft bar date motion	0.60	700.00	\$420.00
05/25/2020	JSP	CO	Comments on draft bar date motion	0.30	700.00	\$210.00
05/26/2020	JSP	CO	Comments/correspondence regarding bar date motion	0.40	700.00	\$280.00
05/26/2020	IDS	CO	Email to C. Hill regarding claim form.	0.20	700.00	\$140.00
05/26/2020	IDS	CO	Review bar date motion (draft)	0.70	700.00	\$490.00
05/26/2020	IDS	CO	Email to C. Hill regarding bar date motion.	0.30	700.00	\$210.00
05/26/2020	IDS	CO	Email with JSP regarding bar date motion.	0.20	700.00	\$140.00
05/26/2020	IDS	CO	Email to Committee regarding bar date motion.	0.40	700.00	\$280.00
05/26/2020	IDS	CO	Review claim form draft.	0.40	700.00	\$280.00
				3.90		\$2,730.00

Employee Benefit/Pension-B220

04/13/2020	IDS	EB	Telephone call with James Stang regarding KEIP.	0.20	700.00	\$140.00
04/13/2020	IDS	EB	Telephone call with Alan Kornfeld regarding KEIP	0.20	700.00	\$140.00
04/13/2020	IDS	EB	Review KEIP motion.	0.40	700.00	\$280.00
04/13/2020	IDS	EB	Review UST objection to KEIP.	0.40	700.00	\$280.00
04/14/2020	JIS	EB	Review and revise objection to KERP/KEIP.	0.50	700.00	\$350.00
04/14/2020	IDS	EB	Draft objection to KEIP/KERP motion.	1.70	700.00	\$1,190.00
04/14/2020	IDS	EB	Revise objection to KEIP/KERP	0.40	700.00	\$280.00
04/14/2020	IDS	EB	Review research file regarding KEIPs	0.70	700.00	\$490.00
04/27/2020	IDS	EB	Review revised wage order	0.60	700.00	\$420.00
04/29/2020	IDS	EB	Review KEIP proposal (CEO)	0.40	700.00	\$280.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
04/29/2020	IDS	EB	Telephone conference with T. Buck regarding CEO KEIP	0.20	700.00	\$140.00
05/28/2020	IDS	EB	Reply to C. Hill email regarding KEIP	0.10	700.00	\$70.00
				5.80		\$4,060.00

Financing [B230]

04/15/2020	SWG	FN	Draft objection to cash collateral motion.	3.50	625.00	\$2,187.50
04/16/2020	IDS	FN	Detailed review of cash collateral motion and interim order.	2.40	700.00	\$1,680.00
04/16/2020	SWG	FN	Draft objection to cash collateral motion.	3.20	625.00	\$2,000.00
04/17/2020	IDS	FN	Telephone call with Steven Golden regarding draft objection to cash collateral.	0.10	700.00	\$70.00
04/17/2020	SWG	FN	Continue drafting cash collateral objection.	1.30	625.00	\$812.50
04/17/2020	SWG	FN	Edit final cash collateral order.	1.70	625.00	\$1,062.50
04/21/2020	IDS	FN	Revise cash collateral objection	2.20	700.00	\$1,540.00
04/21/2020	IDS	FN	Email to C. Hill regarding cash collateral	0.10	700.00	\$70.00
04/22/2020	IDS	FN	Review and respond to email from C. Hill regarding broker commission	0.20	700.00	\$140.00
04/22/2020	IDS	FN	Further revision to cash collateral objection.	0.80	700.00	\$560.00
04/22/2020	IDS	FN	Review and revise objection to cash collateral motion.	1.70	700.00	\$1,190.00
04/23/2020	IDS	FN	Draft email memo to committee regarding CC	1.10	700.00	\$770.00
04/23/2020	IDS	FN	Telephone conference with A. Talesnick regarding CC	1.10	700.00	\$770.00
04/23/2020	IDS	FN	Prepare for call with M&T counsel regarding CC order	0.40	700.00	\$280.00
04/24/2020	IDS	FN	Email with A. Talesnick regarding cash collateral	0.20	700.00	\$140.00
04/24/2020	IDS	FN	Revise cash collateral order	0.20	700.00	\$140.00
04/24/2020	IDS	FN	Revise cash collateral order	1.10	700.00	\$770.00
04/24/2020	IDS	FN	Email memo to committee regarding cash collateral	0.50	700.00	\$350.00
04/24/2020	IDS	FN	Email to T. Buck regarding cash collateral	0.10	700.00	\$70.00
04/24/2020	IDS	FN	Telephone conference with T. Buck regarding cash collateral	0.50	700.00	\$350.00
04/26/2020	IDS	FN	Review UST comments and Debtor responses regarding cash collateral	0.50	700.00	\$350.00
04/26/2020	IDS	FN	Review revised CC order	0.80	700.00	\$560.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
04/27/2020	IDS	FN	Review cash management order	0.50	700.00	\$350.00
04/27/2020	IDS	FN	Email to committee regarding cash collateral	0.50	700.00	\$350.00
04/27/2020	IDS	FN	Review final cash collateral order	0.50	700.00	\$350.00
04/27/2020	IDS	FN	Telephone conference with T. Buck regarding cash collateral	0.20	700.00	\$140.00
04/27/2020	IDS	FN	Multiple emails (5x) regarding cash collateral motion with debtor and bank counsel	0.40	700.00	\$280.00
04/29/2020	IDS	FN	Draft document request to M&T (review bank related pleadings regarding same)	1.10	700.00	\$770.00
04/30/2020	IDS	FN	Draft document request to M&T	0.30	700.00	\$210.00
04/30/2020	IDS	FN	Update document request to M&T	0.40	700.00	\$280.00
04/30/2020	IDS	FN	Email to A. Talesnick regarding document request to bank	0.30	700.00	\$210.00
05/01/2020	MBL	FN	Initial review of loan documents; emails with I. Sharf re perfection review.	0.30	700.00	\$210.00
05/01/2020	IDS	FN	Email to M. Litvak regarding bank lien analysis.	0.20	700.00	\$140.00
05/01/2020	IDS	FN	Review credit agreements and related documents (M&T)	2.50	700.00	\$1,750.00
05/04/2020	MBL	FN	Attention to prepetition loan documents and first days.	0.40	700.00	\$280.00
05/05/2020	MBL	FN	Attention to loan documents and pleadings.	0.20	700.00	\$140.00
05/07/2020	MBL	FN	Review loan documents and background pleadings - conduct perfection review.	4.00	700.00	\$2,800.00
05/07/2020	MBL	FN	Draft summary of findings re perfection review.	0.50	700.00	\$350.00
05/07/2020	IDS	FN	Review M. Litvak memo regarding liens, including backup.	1.00	700.00	\$700.00
05/08/2020	MBL	FN	Attention to updated UCC search results; email I. Scharf re same.	0.20	700.00	\$140.00
05/10/2020	MBL	FN	Attention to challenge deadline; draft email to I. Scharf re lien challenge stipulation.	0.20	700.00	\$140.00
				37.40		\$25,452.50

General Creditors Comm. [B150]

04/13/2020	IDS	GC	Telephone call with FA team regarding case, asset sales, liquidation.	1.00	700.00	\$700.00
04/14/2020	SWG	GC	Draft Committee bylaws.	0.30	625.00	\$187.50
04/15/2020	JSP	GC	Review pleadings and correspondence in preparation	1.30	700.00	\$910.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			for Committee call tomorrow			
04/16/2020	SWG	GC	Draft/send email to I. Scharf re: formation matters.	0.20	625.00	\$125.00
04/16/2020	JIS	GC	Call with Committee regarding case status and Glass Ratner report (1.3); telephone call with Tom Buck regarding Glass Ratner report (.3).	1.60	700.00	\$1,120.00
04/16/2020	JSP	GC	Participate on Committee call (left early).	0.60	700.00	\$420.00
04/16/2020	JSP	GC	Review GlasRatner report in conjunction with Committee call	0.50	700.00	\$350.00
04/17/2020	IDS	GC	Telephone call with James Stang regarding committee meetings; case status.	0.20	700.00	\$140.00
04/21/2020	JIS	GC	Call with Glass Ratner on sale process, AR collection, forfeiture process.	0.50	700.00	\$350.00
04/21/2020	IDS	GC	Email to J. Pomerantz regarding committee meeting	0.10	700.00	\$70.00
04/22/2020	IDS	GC	Telephone conference with S. Golden regarding bylaws	0.40	700.00	\$280.00
04/22/2020	JIS	GC	Call with Committee regarding sale of assets, collection of AR.	0.70	700.00	\$490.00
04/22/2020	IDS	GC	Email to committee regarding agenda.	0.40	700.00	\$280.00
04/23/2020	IDS	GC	Email with S. Golden regarding bylaws	0.20	700.00	\$140.00
04/29/2020	IDS	GC	Email to M. Pendley regarding status	0.20	700.00	\$140.00
04/30/2020	IDS	GC	Memo (email) to committee regarding status of various matters, including KEIP, M&T bank, bylaws, retention apps	1.20	700.00	\$840.00
05/04/2020	IDS	GC	Draft agenda for SCC call.	0.30	700.00	\$210.00
05/05/2020	JIS	GC	Call with Ilan Scharf re status of sales, bar date, case issues.	0.20	700.00	\$140.00
05/05/2020	IDS	GC	Email to Committee regarding agenda for committee meeting.	0.40	700.00	\$280.00
05/05/2020	IDS	GC	Email to T. Buck regarding agenda for committee call.	0.20	700.00	\$140.00
05/06/2020	JSP	GC	Review materials in preparation for Committee call	0.90	700.00	\$630.00
05/06/2020	JSP	GC	Participate on Committee call	0.80	700.00	\$560.00
05/06/2020	IDS	GC	Telephone call with T. Buck regarding committee call.	0.20	700.00	\$140.00
05/06/2020	IDS	GC	Attend committee call regarding case issues, asset sales, pending motions, KEIP/ KERP	1.00	700.00	\$700.00
05/06/2020	IDS	GC	Review GR presentation.	0.40	700.00	\$280.00
05/08/2020	IDS	GC	Telephone conference with Badala and Schnieders	0.40	700.00	\$280.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			regarding Chapter 11 case objectives.			
05/12/2020	JSP	GC	Confer with S. Christiansen regarding "Stander" claim; review documents in connection with same	0.30	700.00	\$210.00
05/13/2020	IDS	GC	Draft agenda for committee meeting.	0.20	700.00	\$140.00
05/13/2020	IDS	GC	Telephone call with T. Buck regarding committee meeting agenda.	0.30	700.00	\$210.00
05/14/2020	JSP	GC	Prepare for committee call, including review of Glass Ratner materials	0.60	700.00	\$420.00
05/14/2020	JSP	GC	Participate on committee call	0.50	700.00	\$350.00
05/14/2020	IDS	GC	Committee call regarding asset sales AIR collections, hearing status.	0.70	700.00	\$490.00
05/14/2020	IDS	GC	Telephone call with T. Buck regarding committee call.	0.10	700.00	\$70.00
05/14/2020	IDS	GC	Prepare for committee call.	0.20	700.00	\$140.00
05/19/2020	IDS	GC	Telephone call with Napoli firm regarding Rochester Drug Cooperation, investigation, claims.	0.60	700.00	\$420.00
05/20/2020	IDS	GC	Draft agenda for committee call.	0.20	700.00	\$140.00
05/21/2020	IDS	GC	Telephone call with R. Malone regarding case strategy.	0.30	700.00	\$210.00
05/21/2020	IDS	GC	Committee call regarding global settlement asset sales.	0.70	700.00	\$490.00
05/21/2020	JSP	GC	Review documents in preparation for committee meeting	0.90	700.00	\$630.00
05/21/2020	JSP	GC	Attend (telephonically) Committee meeting	0.70	700.00	\$490.00
05/22/2020	IDS	GC	Telephone conference with N. Kajon, S. Meyer regarding case objectives.	0.40	700.00	\$280.00
05/27/2020	IDS	GC	Email to Committee regarding agenda for call.	0.20	700.00	\$140.00
05/28/2020	JSP	GC	Review correspondence/documents in preparation for committee call	0.50	700.00	\$350.00
05/28/2020	JSP	GC	Participate on committee call	0.80	700.00	\$560.00
05/28/2020	IDS	GC	Prepare for committee call	0.20	700.00	\$140.00
05/28/2020	IDS	GC	Attend committee call regarding term sheet, operations, other matters	1.00	700.00	\$700.00
				23.60		\$16,482.50

Hearing

04/27/2020	IDS	HE	Prepare for hearing	0.50	700.00	\$350.00
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				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
04/27/2020	IDS	HE	Attend telephonic hearing	0.70	700.00	\$490.00
04/27/2020	IDS	HE	Email to committee regarding hearing	0.20	700.00	\$140.00
05/15/2020	IDS	HE	Attend hearing regarding pending motions (Doc #s 10,12,13,108,370,109,151)	0.60	700.00	\$420.00
05/15/2020	IDS	HE	Prepare for hearing.	0.20	700.00	\$140.00
05/28/2020	JSP	HE	Prepare for KEIP hearing	0.80	700.00	\$560.00
				3.00		\$2,100.00

Meeting of Creditors [B150]

04/16/2020	JIS	MC	Attend 341 meeting.	0.70	700.00	\$490.00
04/16/2020	SWG	MC	Prepare for section 341 meeting.	0.80	625.00	\$500.00
04/16/2020	SWG	MC	Telephonically attend meeting of creditors.	0.70	625.00	\$437.50
				2.20		\$1,427.50

Plan & Disclosure Stmt. [B320]

05/14/2020	JSP	PD	Review/analyze M&T settlement proposal	0.90	700.00	\$630.00
05/14/2020	JSP	PD	Telephone conference with T. Buck, D. Greenblatt and others regarding M&T settlement proposal	0.60	700.00	\$420.00
05/14/2020	IDS	PD	Review draft term sheet from bank.	0.40	700.00	\$280.00
05/14/2020	IDS	PD	Email with Donato regarding term sheet.	0.10	700.00	\$70.00
05/14/2020	IDS	PD	Initial analysis of waterfall under term sheet.	0.30	700.00	\$210.00
05/14/2020	IDS	PD	Telephone call with Glass Ratner regarding term sheet.	0.60	700.00	\$420.00
05/14/2020	IDS	PD	Initial review of term sheet from bank.	0.30	700.00	\$210.00
05/15/2020	JSP	PD	Analysis regarding proposed Settlement Term Sheet	1.90	700.00	\$1,330.00
05/15/2020	IDS	PD	Telephone call with T. Burk regarding Waterfall.	0.20	700.00	\$140.00
05/15/2020	IDS	PD	Telephone call with J.Pomerantz regarding proposed waterfall.	0.20	700.00	\$140.00
05/17/2020	IDS	PD	Telephone conference with S. Donato regarding Global settlement term sheet.	0.20	700.00	\$140.00
05/18/2020	JSP	PD	Call with T. Buck and others regarding draft settlement proposal	0.50	700.00	\$350.00
05/18/2020	JSP	PD	Prepare for call with bank/government regarding settlement proposal (including review of analysis from Glass Ratner)	0.70	700.00	\$490.00
05/18/2020	JSP	PD	Conference call with S. Donato and others regarding	0.40	700.00	\$280.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			settlement proposal			
05/18/2020	JSP	PD	Conference call with M. Schmergel and others regarding settlement proposal	0.60	700.00	\$420.00
05/19/2020	IDS	PD	Telephone call with T. Buck regarding Global settlement term sheet.	0.40	700.00	\$280.00
05/19/2020	IDS	PD	Telephone call with Jason Pomerantz regarding Global settlement offer.	0.20	700.00	\$140.00
05/20/2020	JSP	PD	Further analysis of proposed settlement offer (M&T, Government)	1.30	700.00	\$910.00
05/20/2020	JSP	PD	Review correspondence from T. Buck regarding proposed term sheet	0.30	700.00	\$210.00
05/20/2020	IDS	PD	Telephone call with T.Buck regarding settlement waterfall.	0.20	700.00	\$140.00
05/20/2020	IDS	PD	Review FTI settlement waterfall.	0.10	700.00	\$70.00
05/21/2020	CHM	PD	Telephone conference with J. Pomerantz re research.	0.10	675.00	\$67.50
05/21/2020	JSP	PD	Analysis regarding counter to M&T/Government settlement term sheet proposal	1.70	700.00	\$1,190.00
05/22/2020	IDS	PD	Review revised term sheet from JSP	0.50	700.00	\$350.00
05/22/2020	IDS	PD	Email to JSP regarding Term Sheet.	0.30	700.00	\$210.00
05/22/2020	IDS	PD	Telephone conference with T. Buck, JSP regarding Term Sheet.	0.40	700.00	\$280.00
05/22/2020	IDS	PD	Telephone conference with Donato regarding Term Sheet.	0.40	700.00	\$280.00
05/22/2020	JSP	PD	Calls and correspondence regarding counter-proposal (M&T/USA)	1.20	700.00	\$840.00
05/22/2020	JSP	PD	Work on term sheet counter-proposal - M&T/USA	2.30	700.00	\$1,610.00
05/23/2020	JSP	PD	Work on counter-proposal/term sheet for M&T/Government	2.90	700.00	\$2,030.00
05/24/2020	JSP	PD	Prepare for call regarding counter-proposal - term sheet (M&T/Governmnet)	1.50	700.00	\$1,050.00
05/24/2020	JSP	PD	Confer with T. Buck, I. Scharf, W Weitz and D. Greenblatt regarding counter-proposal	0.30	700.00	\$210.00
05/26/2020	IDS	PD	Email to Debtor's counsel regarding term sheet	0.10	700.00	\$70.00
05/26/2020	IDS	PD	Email to T. Buck regarding Global Term Sheet.	0.20	700.00	\$140.00
05/26/2020	JSP	PD	Participate on call with Debtor's counsel and financial advisors regarding term sheet	0.70	700.00	\$490.00
05/26/2020	JSP	PD	Review extended forecast by Debtor, including notes from T. Buck	0.40	700.00	\$280.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/27/2020	JSP	PD	Analysis regarding term sheet counter-proposal (M&T/Government)	0.90	700.00	\$630.00
05/28/2020	IDS	PD	Revise term sheet	0.40	700.00	\$280.00
05/28/2020	IDS	PD	Telephone conference with T. Buck regarding term sheet	0.20	700.00	\$140.00
05/28/2020	IDS	PD	Telephone conference with J. Pomerantz regarding term sheet	0.20	700.00	\$140.00
05/28/2020	IDS	PD	Telephone conference with Debtor regarding Global settlement	0.80	700.00	\$560.00
05/28/2020	IDS	PD	Email to J. Pomerantz regarding term sheet	0.20	700.00	\$140.00
05/28/2020	JSP	PD	Confer with T. Buck regarding revised term sheet	0.20	700.00	\$140.00
05/28/2020	JSP	PD	Conference call with S. Donato, C. Hill and others regarding term sheet/global settlement	0.80	700.00	\$560.00
05/28/2020	JSP	PD	Work on revised term sheet	0.60	700.00	\$420.00
05/29/2020	JSP	PD	Correspondence to Committee regarding revised draft term sheet response	0.40	700.00	\$280.00
05/29/2020	JSP	PD	Correspondence to debtor's counsel regarding revised draft term sheet	0.20	700.00	\$140.00
05/29/2020	JSP	PD	Analysis regarding issues concerning term sheet counter-proposal	1.70	700.00	\$1,190.00
05/31/2020	JSP	PD	Review updated term sheet proposal	1.40	700.00	\$980.00
				31.40		\$21,977.50

Retention of Prof. [B160]

04/14/2020	IDS	RP	Telephone call with Steven Golden regarding retention; conflicts.	0.20	700.00	\$140.00
04/15/2020	SWG	RP	Begin drafting PSZJ retention application.	0.30	625.00	\$187.50
04/22/2020	SWG	RP	Edit PSZJ retention application.	0.30	625.00	\$187.50
04/23/2020	SWG	RP	Edit bylaws and retention application.	0.20	625.00	\$125.00
04/30/2020	IDS	RP	Review UST large case guidelines	0.40	700.00	\$280.00
04/30/2020	IDS	RP	Telephone conference with J. Pomerantz regarding large case fee guidelines	0.30	700.00	\$210.00
04/30/2020	IDS	RP	Email to J. Pomerantz regarding large case fee guidelines	0.20	700.00	\$140.00
04/30/2020	JSP	RP	Attention to issues regarding UST large case fee guidelines and possible objection or motion for leave to not have to follow same	0.40	700.00	\$280.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
05/01/2020	IDS	RP	Telephone call with J. Pomerantz regarding large case issue.	0.20	700.00	\$140.00
05/03/2020	CHM	RP	Draft objection re application of UST large case guidelines.	3.10	675.00	\$2,092.50
05/04/2020	JSP	RP	Revise objection to US Trustee Large case fee guidelines	0.60	700.00	\$420.00
05/05/2020	IDS	RP	Email to D. Patel regarding GR, Pachulski Stang Ziehl & Jones retentions.	0.20	700.00	\$140.00
05/08/2020	IDS	RP	Finalize objection to large case treatment.	0.30	700.00	\$210.00
05/08/2020	IDS	RP	Email to L. Canty regarding filing objection to large case treatment.	0.20	700.00	\$140.00
05/08/2020	LSC	RP	File objection to large case fee guidelines and call Court regarding same.	0.30	425.00	\$127.50
05/12/2020	IDS	RP	Finalize Pachulski Stang Ziehl & Jones retention application.	0.30	700.00	\$210.00
05/13/2020	IDS	RP	Telephone call with C. Hill regarding asset sales; KEIP, retention.	0.10	700.00	\$70.00
05/28/2020	IDS	RP	Telephone conference with UST regarding PSZJ retention	0.20	700.00	\$140.00
05/28/2020	IDS	RP	Review large case guidelines	0.40	700.00	\$280.00
				8.20		\$5,520.00

Ret. of Prof./Other

05/04/2020	IDS	RPO	Review and revise GR retention application.	0.80	700.00	\$560.00
05/08/2020	IDS	RPO	Review GST objection to debtor's counsel employment.	0.60	700.00	\$420.00
05/08/2020	IDS	RPO	Telephone conference with C. Hill regarding retention apps.	0.30	700.00	\$210.00
05/12/2020	IDS	RPO	Finalize GR retention application.	0.30	700.00	\$210.00
05/12/2020	IDS	RPO	Telephone call with T.Buck regarding GR retentions application.	0.10	700.00	\$70.00
05/27/2020	JSP	RPO	Comments/correspondence regarding Debtor's motion concerning ordinary course professionals	0.40	700.00	\$280.00
05/27/2020	JSP	RPO	Review Debtor's motion regarding ordinary course professionals	0.80	700.00	\$560.00
05/27/2020	IDS	RPO	Review and reply to email from JSP regarding OCP motion.	0.30	700.00	\$210.00
05/27/2020	IDS	RPO	Email to Debtor's counsel regarding OCP motion.	0.10	700.00	\$70.00

Pachulski Stang Ziehl & Jones LLP
Rochester Drug Co-Op O.C.C.
75015 - 00002

Page: 19
Invoice 125170
May 31, 2020

	<u>3.70</u>	<u>\$2,590.00</u>
TOTAL SERVICES FOR THIS MATTER:		\$136,667.50

Expenses

04/16/2020	CC	Conference Call [E105] Loop Up Conference Call, JIS	82.68
04/17/2020	CC	Conference Call [E105] Loop Up Conference Call, JIS	3.73
04/17/2020	CC	Conference Call [E105] Loop Up Conference Call, JIS	0.08
04/20/2020	CC	Conference Call [E105] AT&T Conference Call, JSP	3.15
05/08/2020	TR	Transcript [E116] Cl@s, Inv. 385967-29642, PJ	141.50
05/12/2020	RE	(1984 @0.10 PER PG)	198.40
05/12/2020	RE	(1664 @0.10 PER PG)	166.40
05/12/2020	RE	(57 @0.10 PER PG)	5.70
05/12/2020	RE2	SCAN/COPY (26 @0.10 PER PG)	2.60
05/12/2020	RE2	SCAN/COPY (26 @0.10 PER PG)	2.60
05/12/2020	RE2	SCAN/COPY (1 @0.10 PER PG)	0.10
05/12/2020	RE2	SCAN/COPY (1 @0.10 PER PG)	0.10
05/12/2020	RE2	SCAN/COPY (1 @0.10 PER PG)	0.10
05/12/2020	RE2	SCAN/COPY (1 @0.10 PER PG)	0.10
05/12/2020	RE2	SCAN/COPY (31 @0.10 PER PG)	3.10
Total Expenses for this Matter			\$610.34

Pachulski Stang Ziehl & Jones LLP
Rochester Drug Co-Op O.C.C.
75015 - 00002

Page: 21
Invoice 125170
May 31, 2020

REMITTANCE ADVICE

Please include this Remittance with your payment

For current services rendered through: 05/31/2020

Total Fees \$136,667.50

Total Expenses 610.34

Total Due on Current Invoice \$137,277.84

Outstanding Balance from prior invoices as of 05/31/2020 (May not include recent payments)

<u>A/R Bill Number</u>	<u>Invoice Date</u>	<u>Fees Billed</u>	<u>Expenses Billed</u>	<u>Balance Due</u>
------------------------	---------------------	--------------------	------------------------	--------------------

Total Amount Due on Current and Prior Invoices:	\$137,277.84
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**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NEW YORK**

In re:

ROCHESTER DRUG CO-OPERATIVE, INC.,

Debtor.

)
) Chapter 11
)
) Case No. 20-20230
)
)
)

CERTIFICATE OF SERVICE

I, La Asia S. Canty, an Administrative Assistant at the law firm of Pachulski Stang Ziehl & Jones LLP, attorneys for The Official Committee of Unsecured Creditors for Rochester Drug Co-Operative, Inc., being over the age of 18 and residing in Los Angeles, California, hereby certify under penalty of perjury that on the 8th day of July 2020, I electronically filed the **COMBINED FIRST MONTHLY FEE STATEMENT OF PACHULSKI STANG ZIEHL & JONES LLP FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR ROCHESTER DRUG CO-OPERATIVE, INC. FOR THE PERIOD APRIL 9, 2020 THROUGH MAY 31, 2020** with the Clerk of the Bankruptcy Court for the Western District of New York, using the CM/ECF system.

I also certify that on July 8, 2020, via First Class Mail, using the United States Postal Service in the State of California, copies of the above-referenced document were mailed to:

Hon. Paul R. Warren
United States Bankruptcy
Court – Western District
100 State St.
Rochester, NY 14614

Kathleen D. Schmitt, Esq.
Office of the U.S. Trustee
Federal Office Building
100 State Street, Room 6090
Rochester, NY 14614

Stephen A. Donato
Bond, Schoeneck & King, PLLC
One Lincoln Center
Syracuse, NY 13202-1355

Dated: July 8, 2020

/s/ La Asia S. Canty
La Asia S. Canty

EXHIBIT B

(Second Monthly Fee Statement)

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NEW YORK

In re:

ROCHESTER DRUG CO-OPERATIVE, INC.,

Debtor.

)
) Chapter 11
)
) Case No. 20-20230
)
)
)

NOTICE OF FILING

PLEASE TAKE NOTICE that, in accordance with the Administrative Order Establishing Procedures for Interim Compensation and Reimbursement for Expenses for Professionals and Members of Official Committees [Docket No. 333], Pachulski Stang Ziehl & Jones LLP has filed the *Second Monthly Fee Statement of Pachulski Stang Ziehl & Jones LLP for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors for Rochester Drug Co-Operative, Inc. for the Period June 1, 2020 Through June 30, 2020*, a copy of which is attached hereto and hereby served upon you.

Date: August 10, 2020

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Ilan D. Scharf

James I. Stang (*pro hac vice*)

Ilan D. Scharf

780 Third Avenue, 34th Floor

New York, NY 10017

Telephone: (212) 561-7700

Facsimile: (212) 561-7777

Email: jstang@pszjlaw.com

ischarf@pszjlaw.com

Counsel to the Official Committee of Unsecured Creditors

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NEW YORK**

In re:

ROCHESTER DRUG CO-OPERATIVE, INC.,

Debtor.

)
) Chapter 11
)
) Case No. 20-20230
)
)
)

**SECOND MONTHLY FEE STATEMENT OF
PACHULSKI STANG ZIEHL & JONES LLP FOR
COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS FOR ROCHESTER DRUG
CO-OPERATIVE, INC. FOR THE PERIOD JUNE 1, 2020 THROUGH JUNE 30, 2020**

Name of Applicant:	Pachulski Stang Ziehl & Jones LLP
Authorized to Provide Professional Services to:	The Official Committee of Unsecured Creditors of Rochester Drug Co-Operative, Inc.
Date of Retention:	Order Entered June 17, 2020 [Docket No. 409] Employment Effective as of April 9, 2020
Period for which compensation and Reimbursement is sought:	June 1, 2020 through June 30, 2020
Amount of compensation sought as well as actual, reasonable and necessary:	\$112,402.00 (80% of \$140,502.50)
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$488.87

This is a X monthly ____ quarterly ____ final application

This is the second monthly fee statement by Pachulski Stang Ziehl & Jones LLP in this case.

Pachulski Stang Ziehl & Jones LLP

780 Third Avenue
34th Floor
New York, NY 10017

June 30, 2020

Invoice 125390

Client 75015

Matter 00002

IDS

IDS

RE: Committee Representation

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 06/30/2020

FEEs	\$140,502.50
EXPENSES	\$488.87
TOTAL CURRENT CHARGES	\$140,991.37
BALANCE FORWARD	\$137,277.84
TOTAL BALANCE DUE	\$278,269.21

Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
CHM	Mackle, Cia H.	Counsel	675.00	5.30	\$3,577.50
GSG	Greenwood, Gail S.	Counsel	700.00	42.30	\$29,610.00
IAWN	Nasatir, Iain A. W.	Partner	700.00	3.50	\$2,450.00
IDS	Scharf, Ilan D.	Partner	700.00	54.80	\$38,360.00
JIS	Stang, James I.	Partner	700.00	0.20	\$140.00
JSP	Pomerantz, Jason S.	Partner	700.00	86.00	\$60,200.00
LSC	Canty, La Asia S.	Paralegal	425.00	6.60	\$2,805.00
NLH	Hong, Nina L.	Partner	700.00	2.60	\$1,820.00
RJG	Gruber, Richard J.	Counsel	700.00	2.20	\$1,540.00
				203.50	\$140,502.50

Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
AA	Asset Analysis/Recovery[B120]	15.20	\$10,640.00
AD	Asset Disposition [B130]	13.30	\$9,310.00
BL	Bankruptcy Litigation [L430]	18.50	\$12,950.00
CA	Case Administration [B110]	5.30	\$2,912.50
CO	Claims Admin/Objections[B310]	5.90	\$4,017.50
CP	Compensation Prof. [B160]	2.80	\$1,960.00
EB	Employee Benefit/Pension-B220	1.90	\$1,330.00
FN	Financing [B230]	1.80	\$1,260.00
GC	General Creditors Comm. [B150]	13.10	\$9,170.00
HE	Hearing	1.20	\$840.00
IC	Insurance Coverage	9.60	\$6,720.00
PD	Plan & Disclosure Stmt. [B320]	48.40	\$33,880.00
PR	PSZ&J Retention	1.30	\$552.50
RP	Retention of Prof. [B160]	15.90	\$10,450.00
SL	Stay Litigation [B140]	49.30	\$34,510.00
		203.50	\$140,502.50

Pachulski Stang Ziehl & Jones LLP
Rochester Drug Co-Op O.C.C.
75015 - 00002

Page: 4
Invoice 125390
June 30, 2020

Summary of Expenses

<u>Description</u>	<u>Amount</u>
Conference Call [E105]	\$201.81
Lexis/Nexis- Legal Research [E	\$141.84
Pacer - Court Research	\$31.00
Postage [E108]	\$44.22
Reproduction Expense [E101]	\$66.00
Reproduction/ Scan Copy	\$4.00
	<hr/>
	\$488.87

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Asset Analysis/Recovery[B120]						
06/01/2020	IDS	AA	Review documents from Bank (borrowing base, valuation, appraisals)	1.20	700.00	\$840.00
06/03/2020	IDS	AA	Email to GR regarding documents produced.	0.20	700.00	\$140.00
06/11/2020	IDS	AA	Finalize document request to Debtor.	0.60	700.00	\$420.00
06/11/2020	IDS	AA	Email C. Hill regarding document requests.	0.20	700.00	\$140.00
06/16/2020	JSP	AA	Prepare for call with T. Buck regarding preference analysis	1.30	700.00	\$910.00
06/17/2020	JSP	AA	Revise document requests to bank and debtor	1.60	700.00	\$1,120.00
06/17/2020	JSP	AA	Work on preference analysis	1.30	700.00	\$910.00
06/17/2020	JSP	AA	Review documents concerning insider payments	0.60	700.00	\$420.00
06/18/2020	JSP	AA	Review preference sample transaction information/report	0.80	700.00	\$560.00
06/18/2020	JSP	AA	Prepare for call with D. Greenblatt regarding preferences and document requests	0.60	700.00	\$420.00
06/18/2020	JSP	AA	Conference call with D. Greenblatt regarding preferences and document requests	0.40	700.00	\$280.00
06/18/2020	IDS	AA	Email to D. Greenblate regarding due diligence.	0.10	700.00	\$70.00
06/23/2020	JSP	AA	Call with Glass Ratner, Debtor's professionals regarding anti-trust claim settlements	0.70	700.00	\$490.00
06/24/2020	JSP	AA	Call with Debtor's professionals re: Hiscox insurance litigation update	0.70	700.00	\$490.00
06/24/2020	JSP	AA	Analysis of insurance claims based on call with Debtor's professionals	0.80	700.00	\$560.00
06/25/2020	JSP	AA	Review preference information from D. Greenblatt	0.80	700.00	\$560.00
06/26/2020	JSP	AA	Review/analyze preference report/data from D. Greenblatt (including notes for follow up)	3.30	700.00	\$2,310.00
				15.20		\$10,640.00

Asset Disposition [B130]

06/01/2020	IDS	AD	Email o N. Hong regarding APA.	0.10	700.00	\$70.00
06/01/2020	IDS	AD	Review APA (Fairfield)	1.40	700.00	\$980.00
06/03/2020	RJG	AD	Assist Nina L. Hong in review of Purchase and Sale Agreement for NJ warehouse.	1.70	700.00	\$1,190.00
06/03/2020	RJG	AD	Exchange messages with Nina L. Hong regarding Purchase and Sale Agreement.	0.50	700.00	\$350.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
06/03/2020	NLH	AD	Review and analyze APA.	1.60	700.00	\$1,120.00
06/03/2020	JSP	AD	Review correspondence regarding issues with draft APA - Fairfield	1.30	700.00	\$910.00
06/03/2020	IDS	AD	Telephone call with Jason Pomerantz regarding APA for NJ property.	0.20	700.00	\$140.00
06/03/2020	IDS	AD	Email to bank counsel regarding revised settlement agreement.	0.20	700.00	\$140.00
06/03/2020	IDS	AD	Review N.Hong email regarding APA (N.J)	0.30	700.00	\$210.00
06/07/2020	JSP	AD	Review additional APA-Fairfield comments	0.80	700.00	\$560.00
06/16/2020	IDS	AD	Review and respond to S. Shannon question regarding breakup fee.	0.20	700.00	\$140.00
06/16/2020	IDS	AD	Telephone call with R.Morrissey regarding break up fee (Fairfield APA).	0.30	700.00	\$210.00
06/16/2020	IDS	AD	Review files and forms to respond to UST question regarding breakup fee.	0.50	700.00	\$350.00
06/16/2020	IDS	AD	Email to R. Morrissey regarding breakup fee.	0.10	700.00	\$70.00
06/18/2020	NLH	AD	Meet with J. Pomerantz to discuss APA issues.	0.10	700.00	\$70.00
06/19/2020	NLH	AD	Telephone conference with Jason Pomerantz re break-up fee issues (.1); review APA break-up fee provisions (.8).	0.90	700.00	\$630.00
06/22/2020	IDS	AD	Review proposed releases regarding specialty RX.	0.40	700.00	\$280.00
06/24/2020	IDS	AD	Emails with T. Buck regarding antitrust claims.	0.20	700.00	\$140.00
06/24/2020	IDS	AD	Review revised release (specialty Rx) per Jason Pomerantz comments.	0.20	700.00	\$140.00
06/25/2020	IDS	AD	Attend call with GR and Debtor professionals regarding collection.	0.70	700.00	\$490.00
06/25/2020	IDS	AD	Review and revise form A/R.	0.50	700.00	\$350.00
06/25/2020	IDS	AD	Email to Debtor regarding anti-trust claims.	0.20	700.00	\$140.00
06/26/2020	IDS	AD	Email to RDC counsel regarding antitrust claims.	0.20	700.00	\$140.00
06/30/2020	IDS	AD	Review release, settlement language for specialty Rx	0.70	700.00	\$490.00
				13.30		\$9,310.00

Bankruptcy Litigation [L430]

06/02/2020	JSP	BL	Correspondence regarding data room and due diligence request	0.30	700.00	\$210.00
06/03/2020	JSP	BL	Call with Glass Ratner Team and I. Scharf regarding data requests to Lender and Debtor	0.20	700.00	\$140.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
06/03/2020	JSP	BL	Begin review of data room documents	2.30	700.00	\$1,610.00
06/15/2020	JSP	BL	Correspondence regarding documents requested from Debtor	0.90	700.00	\$630.00
06/22/2020	JSP	BL	Review document report (including comments to same)	1.70	700.00	\$1,190.00
06/22/2020	JSP	BL	Confer with C. Hill regarding document request	0.20	700.00	\$140.00
06/22/2020	JSP	BL	Review correspondence regarding Specialty RX settlement	0.30	700.00	\$210.00
06/23/2020	JSP	BL	Analysis regarding documents requested/produced	0.90	700.00	\$630.00
06/23/2020	JSP	BL	Confer with Glass Ratner group regarding documents requested/produced	0.20	700.00	\$140.00
06/23/2020	JSP	BL	Confer with T. Buck regarding A/R issues	0.20	700.00	\$140.00
06/23/2020	JSP	BL	Confer with C. Hill and N. Basalyga regarding documents requested	0.30	700.00	\$210.00
06/24/2020	JSP	BL	Analysis regarding document requests and response to same	1.60	700.00	\$1,120.00
06/24/2020	IDS	BL	Review and revise 9019 motion for global settlement.	0.60	700.00	\$420.00
06/25/2020	JSP	BL	Further review/analysis of initial document request response from debtor/C. Hill	0.90	700.00	\$630.00
06/25/2020	JSP	BL	Call with D. Greenglatt regarding outstanding document requests	0.30	700.00	\$210.00
06/25/2020	JSP	BL	Call with C. Hil regarding outstanding document request and initial response	0.40	700.00	\$280.00
06/25/2020	JSP	BL	Call with B. Bieber and others regarding A/R issues	0.80	700.00	\$560.00
06/25/2020	IDS	BL	Review correspondence from M. Schmergel regarding settlement agreement.	0.20	700.00	\$140.00
06/26/2020	JSP	BL	Review/revise draft settlement A/R settlement agreement	0.70	700.00	\$490.00
06/26/2020	JSP	BL	Correspondence regarding bankruptcy issues impacting A/R settlement agreement	0.30	700.00	\$210.00
06/27/2020	JSP	BL	Correspondence to C. Hill regarding document request	0.10	700.00	\$70.00
06/27/2020	JSP	BL	Analysis regarding due diligence document responses	0.80	700.00	\$560.00
06/27/2020	JSP	BL	Further revisions to A/R settlement agreement	0.70	700.00	\$490.00
06/28/2020	JSP	BL	Prepare for call with C. Hill regarding document requests	0.70	700.00	\$490.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
06/29/2020	JSP	BL	Confer with C. Hill and others regarding document requests	0.60	700.00	\$420.00
06/29/2020	JSP	BL	Further revisions to A/R settlement agreements	0.90	700.00	\$630.00
06/30/2020	JSP	BL	Further review/revisions to A/R settlement agreement form (and Specialty RX agreement)	0.70	700.00	\$490.00
06/30/2020	JSP	BL	Confer with T. Buck, B. Bieber and others regarding A/R settlement agreement	0.70	700.00	\$490.00
				<u>18.50</u>		<u>\$12,950.00</u>

Case Administration [B110]

04/17/2020	LSC	CA	Prepare critical dates memo; calendar entries and reminders.	0.60	425.00	\$255.00
04/21/2020	LSC	CA	Update critical dates memo; calendar entries and reminders.	0.50	425.00	\$212.50
06/02/2020	LSC	CA	Update critical dates memo; calendar entries and reminders.	0.30	425.00	\$127.50
06/08/2020	LSC	CA	Update critical dates memo; calendar entries and reminders.	0.30	425.00	\$127.50
06/17/2020	IDS	CA	Telephone with GR team and Jason Pomerantz regarding planning, next steps in chapter 11 case.	0.80	700.00	\$560.00
06/17/2020	IDS	CA	Telephone call with Jason Pomerantz regarding next steps, settlement, preference analysis.	0.60	700.00	\$420.00
06/22/2020	IDS	CA	Telephone conference with GR team regarding getting to a plan.	0.40	700.00	\$280.00
06/22/2020	IDS	CA	Call with Debtor and Committee professionals regarding next steps in case.	0.60	700.00	\$420.00
06/24/2020	LSC	CA	Update critical dates memo; calendar entries and reminders.	0.60	425.00	\$255.00
06/29/2020	LSC	CA	Update critical dates memo; calendar entries and reminders.	0.40	425.00	\$170.00
06/30/2020	LSC	CA	Correspondence regarding motions and objection deadlines.	0.20	425.00	\$85.00
				<u>5.30</u>		<u>\$2,912.50</u>

Claims Admin/Objections[B310]

06/10/2020	CHM	CO	Draft reply re bar date motion objection by UST.	1.00	675.00	\$675.00
06/10/2020	CHM	CO	Review I. Scharf comments to bar date reply and update reply accordingly.	0.20	675.00	\$135.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
06/10/2020	JSP	CO	Confer with C. Hill and others regarding bar date motion	0.40	700.00	\$280.00
06/10/2020	IDS	CO	Review UST limited objection to bar date.	0.40	700.00	\$280.00
06/10/2020	IDS	CO	Email to C. Hill regarding limited objection to bar date.	0.10	700.00	\$70.00
06/10/2020	IDS	CO	Email to JSP, C Mackle regarding reply to UST objection to bar date.	0.10	700.00	\$70.00
06/10/2020	IDS	CO	Revise and draft reply regarding UST objection to bar date.	0.30	700.00	\$210.00
06/10/2020	IDS	CO	Email with M. Schmergel regarding bar date.	0.20	700.00	\$140.00
06/11/2020	JSP	CO	Attention to issues regarding bar date motion	0.70	700.00	\$490.00
06/11/2020	IDS	CO	Finalize response to UST bar date objection.	0.50	700.00	\$350.00
06/11/2020	IDS	CO	Telephone conference with C. Hill regarding oversees sales, UST objection to bar date.	0.20	700.00	\$140.00
06/11/2020	IDS	CO	Revise response regarding objection to bar date motion by UST.	0.50	700.00	\$350.00
06/11/2020	LSC	CO	Proofread reply re bar date motion and correspondence regarding same.	0.30	425.00	\$127.50
06/12/2020	JSP	CO	Confer with C. Hill regarding bar date order	0.20	700.00	\$140.00
06/12/2020	JSP	CO	Review revised bar date order	0.60	700.00	\$420.00
06/12/2020	IDS	CO	Email to committee regarding status of bar date motion.	0.20	700.00	\$140.00
				5.90		\$4,017.50

Compensation Prof. [B160]

06/03/2020	IDS	CP	Review email from C.Hill regarding OCP motion.	0.30	700.00	\$210.00
06/08/2020	IDS	CP	Review email for debtor's counsel regarding OCP motion.	0.30	700.00	\$210.00
06/08/2020	IDS	CP	Revise draft email from Jason Pomerantz to C.Hill regarding OCP motion.	0.30	700.00	\$210.00
06/08/2020	IDS	CP	Review docket in USA v. Doud regarding OCP motion.	0.30	700.00	\$210.00
06/09/2020	IDS	CP	Telephone conference with JSP regarding OCP motion.	0.20	700.00	\$140.00
06/09/2020	IDS	CP	Email to JSP regarding OCP motion.	0.20	700.00	\$140.00
06/17/2020	IDS	CP	Emails to GR regarding fee statement.	0.20	700.00	\$140.00
06/17/2020	IDS	CP	Emails with Pachulski Stang Ziehl & Jones team	0.40	700.00	\$280.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			regarding fee statement.			
06/18/2020	IDS	CP	Email to S.Scott regarding OCP motion.	0.20	700.00	\$140.00
06/26/2020	IDS	CP	Revise PSZJ invoice for fee application.	0.40	700.00	\$280.00
				2.80		\$1,960.00

Employee Benefit/Pension-B220

06/03/2020	JSP	EB	Review correspondence/pleadings from C. Hill regarding KIEP motion/order	0.40	700.00	\$280.00
06/05/2020	JSP	EB	Review correspondence from C. Hill regarding KEIP/KERP motion	0.30	700.00	\$210.00
06/30/2020	IDS	EB	Review new KERP/ KIEP pleadings from debtor.	1.00	700.00	\$700.00
06/30/2020	IDS	EB	Email to R. Morrissey regarding KERP.	0.20	700.00	\$140.00
				1.90		\$1,330.00

Financing [B230]

06/02/2020	IDS	FN	Emails with T. Buck, D. Greenblatt regarding M&T documents.	0.20	700.00	\$140.00
06/15/2020	IDS	FN	Review cash flow forecast and email to GR regarding same.	0.40	700.00	\$280.00
06/17/2020	IDS	FN	Review cash call stipulation.	0.30	700.00	\$210.00
06/19/2020	JSP	FN	Review cash collateral budget	0.30	700.00	\$210.00
06/19/2020	JSP	FN	Correspondence from T. Buck regarding cash collateral budget	0.10	700.00	\$70.00
06/19/2020	IDS	FN	Email to GR team regarding budget.	0.10	700.00	\$70.00
06/19/2020	IDS	FN	Review updated budget.	0.40	700.00	\$280.00
				1.80		\$1,260.00

General Creditors Comm. [B150]

06/03/2020	IDS	GC	Telephone call with GR and Pachulski Stang Ziehl & Jones teams regarding asset analysis, bank documents.	0.20	700.00	\$140.00
06/05/2020	IDS	GC	Telephone call with creditor regarding case.	0.40	700.00	\$280.00
06/08/2020	IDS	GC	Telephone call with Jason Pomerantz regarding case, including OCP motion and term sheet.	0.20	700.00	\$140.00
06/09/2020	JIS	GC	Call with Ilan Scharf for update regarding property sale, DOJ settlement and plan.	0.20	700.00	\$140.00
06/10/2020	IDS	GC	Email to Committee regarding agenda for	0.30	700.00	\$210.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			Committee call.			
06/11/2020	JSP	GC	Participate on Committee call regarding case status	0.70	700.00	\$490.00
06/11/2020	JSP	GC	Prepare for Committee call	0.40	700.00	\$280.00
06/11/2020	JSP	GC	Review updated presentation from GlassRatner regarding documents reviewed, finances, assets and other matters	0.80	700.00	\$560.00
06/11/2020	IDS	GC	Call with Committee regarding pending motions, global term sheet.	0.70	700.00	\$490.00
06/12/2020	IDS	GC	Email to committee regarding hearing.	0.20	700.00	\$140.00
06/17/2020	JSP	GC	Conference call with Glass Ratner team and I. Scharf regarding case strategy	0.60	700.00	\$420.00
06/18/2020	JSP	GC	Prepare for Committee call, including review of agenda and various documents, including Glass Ratner presentation	0.40	700.00	\$280.00
06/18/2020	JSP	GC	Participate on committee call to discuss case status and proposed global settlement	0.80	700.00	\$560.00
06/18/2020	IDS	GC	Attend committee call regarding Global settlement, asset sales. other matters.	1.00	700.00	\$700.00
06/24/2020	JSP	GC	Begin preparing for Committee call tomorrow (including review of correspondence, notes and documents)	1.30	700.00	\$910.00
06/24/2020	JSP	GC	Confer with C. Hill, D. Greenblatt and others regarding document requests	0.80	700.00	\$560.00
06/24/2020	JSP	GC	Review initial response from C. Hill regarding document requests	0.80	700.00	\$560.00
06/24/2020	IDS	GC	Emails with R.Malone regarding recusal regarding antitrust claims.	0.20	700.00	\$140.00
06/25/2020	JSP	GC	Prepare for weekly Committee call (including review of Glass Ratner presentation)	0.70	700.00	\$490.00
06/25/2020	JSP	GC	Participate on weekly Committee call	0.70	700.00	\$490.00
06/25/2020	IDS	GC	Attend committee call.	0.70	700.00	\$490.00
06/25/2020	IDS	GC	Review GR deck for committee call.	0.30	700.00	\$210.00
06/25/2020	IDS	GC	Draft agenda for committee call.	0.30	700.00	\$210.00
06/25/2020	IDS	GC	Email to Novo regarding potential recusal.	0.20	700.00	\$140.00
06/25/2020	IDS	GC	Emails to Riding and Prasco regarding potential conflict.	0.20	700.00	\$140.00
				<u>13.10</u>		<u>\$9,170.00</u>

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Hearing						
06/12/2020	IDS	HE	Attend hearing regarding bar date motion.	0.40	700.00	\$280.00
06/12/2020	IDS	HE	Prepare for hearing regarding bar date motion.	0.20	700.00	\$140.00
06/19/2020	IDS	HE	Email with C. Hill regarding hearing.	0.10	700.00	\$70.00
06/19/2020	IDS	HE	Attend hearing regarding bid procedures (Fairfield).	0.50	700.00	\$350.00
				1.20		\$840.00
Insurance Coverage						
06/09/2020	IAWN	IC	Exchange emails with pomerantz and scharf re review of policies and elements of fraudulent transfer claim	0.20	700.00	\$140.00
06/09/2020	IDS	IC	Telephone conference with Debtors regarding Tail insurance.	0.70	700.00	\$490.00
06/09/2020	IDS	IC	Telephone conference with T. Buck regarding tail insurance.	0.20	700.00	\$140.00
06/09/2020	IDS	IC	Review primary and excess D&D policies.	1.70	700.00	\$1,190.00
06/12/2020	IAWN	IC	Review and analyze policies re exclusions and exceptions to coverage, including fraudulent transfer	2.40	700.00	\$1,680.00
06/12/2020	IAWN	IC	Telephone conference with Jeffrey N. Pomerantz and Ilan Scharf re analysis of coverage	0.30	700.00	\$210.00
06/12/2020	IAWN	IC	Review coverage ruling in Rochester Drug Co-Op and forward to Ilan Scharf	0.20	700.00	\$140.00
06/12/2020	IDS	IC	Review insurance ruling regarding Hiscox.	0.80	700.00	\$560.00
06/24/2020	IDS	IC	Telephone call with Debtor professionals regarding insurance litigations. (Hiscox)	0.70	700.00	\$490.00
06/24/2020	IAWN	IC	Exchange emails with Jason S. Pomerantz re telephone conference on insurance	0.10	700.00	\$70.00
06/25/2020	IAWN	IC	Exchange emails with Ilan Scharf and Jason S Pomerantz re telephone call	0.10	700.00	\$70.00
06/25/2020	IAWN	IC	Telephone conference with Jeffrey N Pomerantz and Ilan Scharf re insurance	0.20	700.00	\$140.00
06/25/2020	IDS	IC	Telephone call with IAWN and Jason Pomerantz regarding insurance.	0.40	700.00	\$280.00
06/30/2020	JSP	IC	Attention to insurance litigation matters, including Hiscox	1.60	700.00	\$1,120.00
				9.60		\$6,720.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Plan & Disclosure Stmt. [B320]						
06/01/2020	JSP	PD	Call with Debtor to discuss counter-proposal	0.20	700.00	\$140.00
06/01/2020	JSP	PD	Call with I. Scharf and B. Brownstein regarding settlement discussions with debtor, M&T, government	0.30	700.00	\$210.00
06/01/2020	JSP	PD	Strategize regarding counter-proposal to likely response from M&T/Gov't	1.60	700.00	\$1,120.00
06/01/2020	IDS	PD	Telephone conference with Debtor's counsel regarding term sheet.	0.20	700.00	\$140.00
06/01/2020	IDS	PD	Telephone conference with T. Buck regarding term sheet.	0.20	700.00	\$140.00
06/01/2020	IDS	PD	Telephone conference with B. Brownstein regarding term sheet.	0.40	700.00	\$280.00
06/01/2020	IDS	PD	EMail to Buck with term sheet.	0.20	700.00	\$140.00
06/01/2020	IDS	PD	Revise Global term sheet.	0.80	700.00	\$560.00
06/01/2020	IDS	PD	Email to M&T counsel regarding term sheet.	0.20	700.00	\$140.00
06/02/2020	JSP	PD	Further analysis regarding counter-proposal based on next response from bank/government	1.30	700.00	\$910.00
06/03/2020	JSP	PD	Review correspondence to M&T regarding revised term sheet	0.10	700.00	\$70.00
06/04/2020	JSP	PD	Review/analyze M&T's response to the term sheet and counter-proposal to same	2.70	700.00	\$1,890.00
06/04/2020	IDS	PD	Telephone call with A. Talesnick regarding Global settlement offer.	0.40	700.00	\$280.00
06/04/2020	IDS	PD	Initial review of bank term sheet.	0.30	700.00	\$210.00
06/04/2020	IDS	PD	Work on Global term sheet.	0.70	700.00	\$490.00
06/05/2020	JSP	PD	Analysis regarding bank's response to term sheet counter-offer and response to same	2.60	700.00	\$1,820.00
06/05/2020	JSP	PD	Call with I. Scharf, T. Buck and D. Greenblatt regarding term sheet counter-proposal	0.30	700.00	\$210.00
06/05/2020	IDS	PD	Email to Donato regarding Global Term sheet.	0.10	700.00	\$70.00
06/05/2020	IDS	PD	Telephone call with G.R. , Jason Pomerantz regarding Global term sheet.	0.40	700.00	\$280.00
06/05/2020	IDS	PD	Telephone call with S.Donato regarding Global term sheet.	0.30	700.00	\$210.00
06/05/2020	IDS	PD	Review revised term sheet and email from M. Schmerger.	0.50	700.00	\$350.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
06/07/2020	JSP	PD	Further comments regarding term sheet counter-proposal	0.90	700.00	\$630.00
06/08/2020	IDS	PD	Revise term sheet for Global settlement.	0.80	700.00	\$560.00
06/08/2020	IDS	PD	Telephone call with GR, Pachulski Stang Ziehl & Jones teams regarding revised term sheet for Global settlement.	0.50	700.00	\$350.00
06/08/2020	IDS	PD	Further revisions to term sheet for Global Settlement.	0.40	700.00	\$280.00
06/08/2020	IDS	PD	Email to bank, debtor, USA counsel regarding Global Settlement.	0.30	700.00	\$210.00
06/08/2020	JSP	PD	Confer with GlassRatner group and I. Scharf re: proposed global settlement negotiations and term sheet	0.40	700.00	\$280.00
06/08/2020	JSP	PD	Analysis regarding counter-proposal to bank/gov't	1.20	700.00	\$840.00
06/09/2020	IDS	PD	Telephone conference with A. Talesnick regarding term sheet.	0.50	700.00	\$350.00
06/09/2020	IDS	PD	Telephone conference with M. Schmeigel regarding term sheet.	0.40	700.00	\$280.00
06/09/2020	IDS	PD	Telephone conference with T. Buck regarding term sheet.	0.20	700.00	\$140.00
06/09/2020	JSP	PD	Analysis regarding term sheet counter-proposal and possible resolution of disputes regarding same	0.90	700.00	\$630.00
06/09/2020	JSP	PD	Confer with I. Scharf and T. Buck (calls/correspondence) regarding term sheet negotiations	0.30	700.00	\$210.00
06/10/2020	JSP	PD	Strategize/analysis regarding term sheet counter-offer and response to same	2.60	700.00	\$1,820.00
06/10/2020	JSP	PD	Calls with GlassRatner and/or I. Scharf and/or C. Hill/S. Donato regarding term sheet	0.70	700.00	\$490.00
06/10/2020	IDS	PD	Telephone conference with T. Buck regarding term sheet.	0.10	700.00	\$70.00
06/10/2020	IDS	PD	Telephone conference with Debtor's counsel regarding term sheet, UST objection to sale.	0.50	700.00	\$350.00
06/10/2020	IDS	PD	Telephone conference with T. Buck, JSP regarding term sheet.	0.40	700.00	\$280.00
06/10/2020	IDS	PD	Email with T. Buck regarding term sheet.	0.20	700.00	\$140.00
06/11/2020	IDS	PD	Telephone conference with A. Talesneck regarding term sheet.	0.20	700.00	\$140.00
06/11/2020	IDS	PD	Telephone conference with T. Buck regarding term	0.20	700.00	\$140.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			sheet			
06/11/2020	IDS	PD	Email to M. Schmergel regarding term sheet.	0.10	700.00	\$70.00
06/12/2020	JSP	PD	Review correspondence/documents regarding term sheet negotiations	1.60	700.00	\$1,120.00
06/12/2020	IDS	PD	Email to T. Back regarding term sheet.	0.20	700.00	\$140.00
06/12/2020	IDS	PD	Telephone call with Talesnick regarding term sheet.	0.40	700.00	\$280.00
06/12/2020	IDS	PD	Revise term sheet.	0.80	700.00	\$560.00
06/14/2020	IDS	PD	Email with Donato regarding Global Settlement Agreement.	0.20	700.00	\$140.00
06/14/2020	IDS	PD	Call with GR Team regarding Global Settlement Agreement.	0.50	700.00	\$350.00
06/14/2020	IDS	PD	Call with lender regarding Global Settlement agreement.	0.50	700.00	\$350.00
06/14/2020	IDS	PD	Revise Global Settlement Agreement	0.40	700.00	\$280.00
06/15/2020	JSP	PD	Correspondence regarding settlement terms/negotiations with bank/government	1.60	700.00	\$1,120.00
06/15/2020	IDS	PD	Draft email to committee regarding Global Term Sheet.	0.60	700.00	\$420.00
06/16/2020	JSP	PD	Correspondence regarding term sheet negotiations with bank/government	1.80	700.00	\$1,260.00
06/16/2020	IDS	PD	Review revised Global Term Sheet.	1.10	700.00	\$770.00
06/17/2020	IDS	PD	Review comments to global settlement .	0.30	700.00	\$210.00
06/17/2020	IDS	PD	Review USA comments to global settlement.	0.30	700.00	\$210.00
06/17/2020	JSP	PD	Correspondence regarding term sheet issues	1.40	700.00	\$980.00
06/17/2020	IDS	PD	Email to C. Hill regarding plan.	0.20	700.00	\$140.00
06/19/2020	JSP	PD	Review draft settlement agreement, including comments to same	1.70	700.00	\$1,190.00
06/19/2020	IDS	PD	Revise Global Term sheet.	0.80	700.00	\$560.00
06/22/2020	JSP	PD	Correspondence regarding settlement agreement revisions	1.90	700.00	\$1,330.00
06/23/2020	IDS	PD	Review and provide comments to 9019 motion.	1.10	700.00	\$770.00
06/23/2020	JSP	PD	Analysis regarding Plan issues, including ordinary course professionals, releases, and liquidation trust	1.70	700.00	\$1,190.00
06/23/2020	JSP	PD	Review revised 9019 motion (global settlement)	0.60	700.00	\$420.00
06/23/2020	GSG	PD	Confer with J.S. Pomerantz and I. Scharf re liquidation trust and claims.	0.20	700.00	\$140.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
06/29/2020	JSP	PD	Analysis regarding various plan issues	1.60	700.00	\$1,120.00
06/30/2020	JSP	PD	Attention to issues regarding plan/disclosure statement	1.30	700.00	\$910.00
				48.40		\$33,880.00

PSZ&J Retention

06/05/2020	LSC	PR	Prepare certificate of service, file, and serve Supplemental Declaration of Ilan Scharf in support of PSZJ retention.	1.10	425.00	\$467.50
06/17/2020	LSC	PR	File proposed order approving retention of PSZJ and correspondence regarding the same.	0.20	425.00	\$85.00
				1.30		\$552.50

Retention of Prof. [B160]

05/12/2020	LSC	RP	Prepare service list (.5); draft certificate of service (.3); finalize, file, and serve PSZJ retention application (.5).	1.30	425.00	\$552.50
05/12/2020	LSC	RP	Draft certificate of service (.3); finalize, file, and serve GlassRatner retention application (.5).	0.80	425.00	\$340.00
06/02/2020	CHM	RP	Telephone conference with I. Scharf and J. Pomerantz re OCP research.	0.30	675.00	\$202.50
06/02/2020	JSP	RP	Analysis regarding objection to debtor's motion to pay ordinary course professionals	0.40	700.00	\$280.00
06/02/2020	JSP	RP	Correspondence to S. Donato regarding debtor's motion regarding ordinary course professionals	0.10	700.00	\$70.00
06/03/2020	IDS	RP	Draft supplemental declaration regarding Pachulski Stang Ziehl and Jones retention.	0.50	700.00	\$350.00
06/03/2020	CHM	RP	Begin preparation of objection to OCP motion.	0.90	675.00	\$607.50
06/03/2020	CHM	RP	Draft OCP objection and email same to J. Pomerantz.	1.80	675.00	\$1,215.00
06/04/2020	IDS	RP	Email to S.Shannon regarding Pachulski Stang Ziehl & Jones retention.	0.10	700.00	\$70.00
06/04/2020	CHM	RP	Telephone conference with J. Pomerantz and I. Scharf re OCP motion.	0.10	675.00	\$67.50
06/04/2020	CHM	RP	Telephone conference with J. Pomerantz re OCP response.	0.10	675.00	\$67.50
06/04/2020	CHM	RP	Draft email to counsel re OCP proposed resolution.	0.70	675.00	\$472.50
06/04/2020	JSP	RP	Correspondence regarding objection to OCP motion by debtor	0.80	700.00	\$560.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
06/05/2020	IDS	RP	Finalize supplemental IDS deck regarding Pachulski Stang Ziehl & Jones retention.	0.40	700.00	\$280.00
06/05/2020	JSP	RP	Notes regarding objection to debtor's OCP motion, including draft response to debtor regarding same	0.70	700.00	\$490.00
06/08/2020	IDS	RP	Revise email regarding OCP motion.	0.40	700.00	\$280.00
06/08/2020	JSP	RP	Correspondence to/from C. Hill and S. Donato regarding Ordinary Course Professionals motion and objections to same	0.90	700.00	\$630.00
06/09/2020	CHM	RP	Telephone conference with J. Pomerantz re Debtor's counsel proposal on OCP.	0.10	675.00	\$67.50
06/09/2020	CHM	RP	Review email from debtor's counsel re OCP proposal.	0.10	675.00	\$67.50
06/09/2020	JSP	RP	Telephone call with C. Hill regarding OCP motion and objection to same	0.30	700.00	\$210.00
06/09/2020	JSP	RP	Correspondence to/from C. Hill and others regarding objections to OCP motion and potential resolution of same	0.40	700.00	\$280.00
06/10/2020	JSP	RP	Confer with C. Hill regarding OCP motion, order and objections/issues with same	0.60	700.00	\$420.00
06/11/2020	IDS	RP	Telephone conference with JSP regarding OCP motion.	0.10	700.00	\$70.00
06/11/2020	IDS	RP	Review emails from C. Hill to JSP regarding OCP motion.	0.10	700.00	\$70.00
06/11/2020	JSP	RP	Review debtor's draft order on certain ordinary course professionals	0.40	700.00	\$280.00
06/11/2020	JSP	RP	Telephone call with C. Hill regarding draft order on ordinary course professionals	0.20	700.00	\$140.00
06/15/2020	JSP	RP	Prepare for call with C. Hill regarding ordinary course professionals motion - former and current employees/officers	0.30	700.00	\$210.00
06/15/2020	JSP	RP	Participate on call with C. Hill regarding ordinary course professionals	0.30	700.00	\$210.00
06/16/2020	JSP	RP	Confer with C. Hill regarding OCP motion	0.30	700.00	\$210.00
06/17/2020	IDS	RP	Emails with UST regarding GR retention application.	0.20	700.00	\$140.00
06/18/2020	IDS	RP	Review GR retention application regarding UST question on identification.	0.40	700.00	\$280.00
06/18/2020	IDS	RP	Respond to UST question regarding GR identification provisions.	0.10	700.00	\$70.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
06/18/2020	IDS	RP	Email to G.R. regarding retention application.	0.10	700.00	\$70.00
06/19/2020	JSP	RP	Analysis regarding OCP motion relating to current and former officers/employees	0.40	700.00	\$280.00
06/19/2020	JSP	RP	Confer with C. Hill and I. Scharf regarding OCP motion as it relates to counsel for current and former officers and employees	0.40	700.00	\$280.00
06/22/2020	JSP	RP	Correspondence regarding issues with OCP for former/current employees/directors	0.70	700.00	\$490.00
06/23/2020	JSP	RP	Correspondence from C. Hill regarding ordinary course professionals motion	0.10	700.00	\$70.00
				15.90		\$10,450.00

Stay Litigation [B140]

06/18/2020	JSP	SL	Review Mead Pharmacy relief from stay motion	0.40	700.00	\$280.00
06/18/2020	JSP	SL	Analysis regarding counter-claim issues raised by Mead	0.40	700.00	\$280.00
06/18/2020	IDS	SL	Review Meade motion for stay relief.	0.80	700.00	\$560.00
06/18/2020	IDS	SL	Email to GSG regarding objection to stay relief (Meade)	0.20	700.00	\$140.00
06/18/2020	GSG	SL	Review R/S motion by pharmacies; review LBR re response timing.	0.70	700.00	\$490.00
06/18/2020	GSG	SL	Con call with J.S. Pomerantz and I. Scharf re opposition to relief from stay.	0.40	700.00	\$280.00
06/18/2020	GSG	SL	Review relief from stay MPA and state court complaint re relief from stay.	0.90	700.00	\$630.00
06/19/2020	GSG	SL	Review state court complaint, proposed counterclaims, and answer by Mead Square etc; notes re same.	0.90	700.00	\$630.00
06/19/2020	GSG	SL	Research case law re objection to relief from stay and prepare opposition arguments.	5.30	700.00	\$3,710.00
06/20/2020	JSP	SL	Further review/analysis of relief from stay motion, including possible impact of same on other potential litigation	0.90	700.00	\$630.00
06/20/2020	JSP	SL	Correspondence to Committee regarding motion for relief from stay (Mead) and opposition to same	0.40	700.00	\$280.00
06/22/2020	GSG	SL	Draft intro and objection to relief from stay by Mead Square; review pleadings re additional facts.	7.90	700.00	\$5,530.00
06/23/2020	GSG	SL	Research/review cases re stay relief factors	0.90	700.00	\$630.00
06/23/2020	GSG	SL	Draft objection to relief from stay re Mead Square.	7.10	700.00	\$4,970.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
06/24/2020	IDS	SL	Review Novartis Motion for stay relief.	0.60	700.00	\$420.00
06/24/2020	IDS	SL	Review Merck motion for stay relief.	0.60	700.00	\$420.00
06/24/2020	IDS	SL	Email to G.Greenwood regarding Merck to Novartis motions.	0.30	700.00	\$210.00
06/24/2020	IDS	SL	Review research files regarding set off rights for Merck to Novartis Motions.	0.80	700.00	\$560.00
06/24/2020	GSG	SL	Draft/revise objection to stay relief re Mead Square.	1.20	700.00	\$840.00
06/24/2020	GSG	SL	Review additional relief from stay motions re anti trust litigation.	1.40	700.00	\$980.00
06/25/2020	IDS	SL	Review case law and research file regarding set off.	1.80	700.00	\$1,260.00
06/25/2020	GSG	SL	Research re 362(a)(7) and cases permitting setoff.	1.80	700.00	\$1,260.00
06/25/2020	GSG	SL	Research/review dockets re antitrust litigation and class action status; review parties, complaints, and answers.	2.20	700.00	\$1,540.00
06/26/2020	GSG	SL	Review judge's procedures re calendar and response deadlines.	0.20	700.00	\$140.00
06/26/2020	GSG	SL	Review debtor schedules re Merck/Novartis; research re class mutuality re setoff re Merck and Novartis.	1.60	700.00	\$1,120.00
06/29/2020	GSG	SL	Review cases cited by Merck/Novartis re stay relief; notes re same.	2.40	700.00	\$1,680.00
06/30/2020	GSG	SL	Review Merck report and recommendations re denial of leave to amend by ED VA District Court.	0.30	700.00	\$210.00
06/30/2020	GSG	SL	Draft objection to stay relief by Merck Defendants; review case law re mutuality under state law vs bankruptcy law.	6.90	700.00	\$4,830.00
				<u>49.30</u>		<u>\$34,510.00</u>

TOTAL SERVICES FOR THIS MATTER:

\$140,502.50

Expenses

05/06/2020	CC	Conference Call [E105] Loop Up Conference Call, IDS	47.77
05/08/2020	CC	Conference Call [E105] Loop Up Conference Call, IDS	2.27
05/08/2020	CC	Conference Call [E105] Loop Up Conference Call, IDS	6.17
05/11/2020	CC	Conference Call [E105] Loop Up Conference Call, IDS	23.83
05/14/2020	CC	Conference Call [E105] Loop Up Conference Call, IDS	29.18
05/14/2020	CC	Conference Call [E105] Loop Up Conference Call, IDS	11.65
05/21/2020	CC	Conference Call [E105] Loop Up Conference Call, IDS	30.92
05/22/2020	CC	Conference Call [E105] Loop Up Conference Call, IDS	3.85
05/25/2020	CC	Conference Call [E105] AT&T Conference Call, JSP	2.38
05/28/2020	CC	Conference Call [E105] Loop Up Conference Call, IDS	43.79
06/03/2020	LN	75015.00002 Lexis Charges for 06-03-20	11.46
06/05/2020	PO	75015.00002 :Postage Charges for 06-05-20	44.22
06/05/2020	RE	(660 @0.10 PER PG)	66.00
06/05/2020	RE2	SCAN/COPY (10 @0.10 PER PG)	1.00
06/05/2020	RE2	SCAN/COPY (4 @0.10 PER PG)	0.40
06/11/2020	RE2	SCAN/COPY (12 @0.10 PER PG)	1.20
06/11/2020	RE2	SCAN/COPY (14 @0.10 PER PG)	1.40

Pachulski Stang Ziehl & Jones LLP
Rochester Drug Co-Op O.C.C.
75015 - 00002

Page: 21
Invoice 125390
June 30, 2020

06/19/2020	LN	75015.00002 Lexis Charges for 06-19-20	43.13
06/25/2020	LN	75015.00002 Lexis Charges for 06-25-20	22.26
06/26/2020	LN	75015.00002 Lexis Charges for 06-26-20	64.99
06/30/2020	PAC	Pacer - Court Research	31.00
Total Expenses for this Matter			\$488.87

Pachulski Stang Ziehl & Jones LLP
Rochester Drug Co-Op O.C.C.
75015 - 00002

Page: 22
Invoice 125390
June 30, 2020

REMITTANCE ADVICE

Please include this Remittance with your payment

For current services rendered through: 06/30/2020

Total Fees **\$140,502.50**

Total Expenses **488.87**

Total Due on Current Invoice **\$140,991.37**

Outstanding Balance from prior invoices as of 06/30/2020 (May not include recent payments)

<u>A/R Bill Number</u>	<u>Invoice Date</u>	<u>Fees Billed</u>	<u>Expenses Billed</u>	<u>Balance Due</u>
125170	05/31/2020	\$136,667.50	\$610.34	\$137,277.84

Total Amount Due on Current and Prior Invoices: **\$278,269.21**

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NEW YORK

In re:

ROCHESTER DRUG CO-OPERATIVE, INC.,

Debtor.

) Chapter 11

) Case No. 20-20230

CERTIFICATE OF SERVICE

I, La Asia S. Canty, an Administrative Assistant at the law firm of Pachulski Stang Ziehl & Jones LLP, attorneys for The Official Committee of Unsecured Creditors for Rochester Drug Co-Operative, Inc., being over the age of 18 and residing in Los Angeles, California, hereby certify under penalty of perjury that on the 10th day of August, 2020, I electronically filed the **SECOND MONTHLY FEE STATEMENT OF PACHULSKI STANG ZIEHL & JONES LLP FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR ROCHESTER DRUG CO-OPERATIVE, INC. FOR THE PERIOD JUNE 1, 2020 THROUGH JUNE 30, 2020** with the Clerk of the Bankruptcy Court for the Western District of New York, using the CM/ECF system.

I also certify that on August 10, 2020, via First Class Mail, using the United States Postal Service in the State of California, copies of the above-referenced document were mailed to:

Hon. Paul R. Warren
United States Bankruptcy
Court – Western District
100 State St.
Rochester, NY 14614

Kathleen D. Schmitt, Esq.
Office of the U.S. Trustee
Federal Office Building
100 State Street, Room 6090
Rochester, NY 14614

Stephen A. Donato
Bond, Schoeneck & King, PLLC
One Lincoln Center
Syracuse, NY 13202-1355

Dated: August 10, 2020

/s/ La Asia S. Canty
La Asia S. Canty

EXHIBIT C
(Third Monthly Fee Statement)

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NEW YORK

In re:

ROCHESTER DRUG CO-OPERATIVE, INC.,

Debtor.

)
) Chapter 11
)
) Case No. 20-20230
)
)
)

NOTICE OF FILING

PLEASE TAKE NOTICE that, in accordance with the *Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Members of Official Committees* [Docket No. 333], Pachulski Stang Ziehl & Jones LLP has filed the *Third Monthly Fee Statement of Pachulski Stang Ziehl & Jones LLP for Compensation for Services Rendered and Reimbursement of Expenses as Counsel to the Official Committee of Unsecured Creditors for Rochester Drug Co-Operative, Inc. for the Period July 1, 2020 through July 31, 2020*, a copy of which is attached hereto and hereby served upon you.

Date: August 27, 2020

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Ilan D. Scharf

James I. Stang (*pro hac vice*)

Ilan D. Scharf

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Counsel to the Official Committee of Unsecured Creditors

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NEW YORK

In re:

ROCHESTER DRUG CO-OPERATIVE, INC.,

Debtor.

)
) Chapter 11
)
) Case No. 20-20230
)
)
)

**THIRD MONTHLY FEE STATEMENT OF
PACHULSKI STANG ZIEHL & JONES LLP FOR
COMPENSATION FOR SERVICES RENDERED AND
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS FOR ROCHESTER DRUG
CO-OPERATIVE, INC. FOR THE PERIOD JULY 1, 2020 THROUGH JULY 31, 2020**

Name of Applicant:	Pachulski Stang Ziehl & Jones LLP
Authorized to Provide Professional Services to:	The Official Committee of Unsecured Creditors of Rochester Drug Co-Operative, Inc.
Date of Retention:	Order Entered June 17, 2020 [Docket No. 409] Employment Effective as of April 9, 2020
Period for which compensation and Reimbursement is sought:	July 1, 2020 through July 31, 2020
Amount of compensation sought as actual, reasonable and necessary:	\$96,454.00 (80% of \$120,567.50)
Amount of expense reimbursement sought as actual, reasonable and necessary:	\$266.87

This is a X monthly ____ quarterly ____ final application

This is the third monthly fee statement by Pachulski Stang Ziehl & Jones LLP in this case.

Pachulski Stang Ziehl & Jones LLP

780 Third Avenue
34th Floor
New York, NY 10017

July 31, 2020

Invoice 125705

Client 75015

Matter 00002

IDS

IDS

RE: Committee Representation

STATEMENT OF PROFESSIONAL SERVICES RENDERED THROUGH 07/31/2020

FEES	\$120,567.50
EXPENSES	\$266.87
TOTAL CURRENT CHARGES	\$120,834.37
BALANCE FORWARD	\$278,269.21
TOTAL BALANCE DUE	\$399,103.58

Summary of Services by Professional

<u>ID</u>	<u>Name</u>	<u>Title</u>	<u>Rate</u>	<u>Hours</u>	<u>Amount</u>
BDD	Dassa, Beth D.	Paralegal	425.00	0.10	\$42.50
GFB	Brandt, Gina F.	Counsel	700.00	2.20	\$1,540.00
GSG	Greenwood, Gail S.	Counsel	700.00	43.70	\$30,590.00
IAWN	Nasatir, Iain A. W.	Partner	700.00	1.80	\$1,260.00
IDS	Scharf, Ilan D.	Partner	700.00	21.60	\$15,120.00
JIS	Stang, James I.	Partner	700.00	0.30	\$210.00
JSP	Pomerantz, Jason S.	Partner	700.00	78.40	\$54,880.00
LSC	Canty, La Asia S.	Paralegal	425.00	2.60	\$1,105.00
REM	Mikels, Richard E.	Partner	700.00	19.80	\$13,860.00
WLR	Ramseyer, William L.	Counsel	700.00	2.80	\$1,960.00
				173.30	\$120,567.50

Summary of Services by Task Code

<u>Task Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
AA	Asset Analysis/Recovery[B120]	8.30	\$5,810.00
AD	Asset Disposition [B130]	1.20	\$840.00
BL	Bankruptcy Litigation [L430]	17.60	\$12,320.00
CO	Claims Admin/Objections[B310]	35.20	\$24,585.00
CP	Compensation Prof. [B160]	4.70	\$2,877.50
GC	General Creditors Comm. [B150]	12.90	\$9,030.00
IC	Insurance Coverage	3.10	\$2,170.00
LN	Litigation (Non-Bankruptcy)	2.10	\$1,470.00
PD	Plan & Disclosure Stmt. [B320]	63.40	\$44,352.50
RP	Retention of Prof. [B160]	2.20	\$1,540.00
SL	Stay Litigation [B140]	22.60	\$15,572.50
		173.30	\$120,567.50

<u>Summary of Expenses</u>	
<u>Description</u>	<u>Amount</u>
Conference Call [E105]	\$163.66
CourtLink	\$52.23
Lexis/Nexis- Legal Research [E	\$4.93
Pacer - Court Research	\$21.50
Postage [E108]	\$8.15
Reproduction/ Scan Copy	\$16.40
	<hr/>
	\$266.87

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Asset Analysis/Recovery[B120]						
07/01/2020	JSP	AA	Call with D. Greenblatt regarding document requests and preference information	0.30	700.00	\$210.00
07/07/2020	JSP	AA	Call with D. Greenblatt regarding preferences	0.20	700.00	\$140.00
07/08/2020	JSP	AA	Correspondence from C. Hill regarding New Jersey asset sale	0.10	700.00	\$70.00
07/14/2020	IDS	AA	Email with Pachulski Stang Ziehl & Jones/ GR regarding evidence needed for preferences.	0.20	700.00	\$140.00
07/14/2020	JSP	AA	Correspondence regarding preferences	0.40	700.00	\$280.00
07/15/2020	JSP	AA	Correspondence regarding documents, including preference information	0.90	700.00	\$630.00
07/15/2020	JSP	AA	Notes regarding performing preliminary preference analysis	2.40	700.00	\$1,680.00
07/16/2020	JSP	AA	Conference call with D. Greenblatt regarding preference analysis	0.50	700.00	\$350.00
07/23/2020	IDS	AA	Email with JSP regarding preferences.	0.20	700.00	\$140.00
07/24/2020	JSP	AA	Call with W. Weitz and D. Greenblatt regarding preferences	0.50	700.00	\$350.00
07/24/2020	JSP	AA	Review correspondence and draft report regarding preferences	0.80	700.00	\$560.00
07/27/2020	JSP	AA	Call with D. Greenblatt and W. Weitz regarding preferences	0.20	700.00	\$140.00
07/27/2020	JSP	AA	Review preference preliminary report	1.60	700.00	\$1,120.00
				8.30		\$5,810.00

Asset Disposition [B130]

07/01/2020	IDS	AD	Telephone call with S. Donato regarding settlements (A/R) asset sale.	0.20	700.00	\$140.00
07/14/2020	IDS	AD	Email to C.Hill regarding Hestrup, Kajai, and Meyer.	0.20	700.00	\$140.00
07/15/2020	JSP	AD	Review sale order and comments to same	0.40	700.00	\$280.00
07/16/2020	JSP	AD	Review comments to sale order (New Jersey)	0.40	700.00	\$280.00
				1.20		\$840.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Bankruptcy Litigation [L430]						
07/01/2020	JSP	BL	Telephone conference with counsel for Specialty RX regarding settlement agreement terms, including release	0.40	700.00	\$280.00
07/01/2020	JSP	BL	Confer with C. Hill and I. Scharf regarding document requests	0.20	700.00	\$140.00
07/01/2020	IDS	BL	Telephone call with Jason Pomerantz regarding A/R settlements.	0.20	700.00	\$140.00
07/02/2020	JSP	BL	Further revisions to A/R settlement agreement - general and Specialty RX	0.70	700.00	\$490.00
07/02/2020	JSP	BL	Confer with B. Bieber, A. Beinhorn and others regarding A/R settlements and settlement agreements	0.80	700.00	\$560.00
07/02/2020	JSP	BL	Correspondence to C. Hill regarding document requests	0.90	700.00	\$630.00
07/02/2020	JSP	BL	Confer with D. Greenblatt regarding document requests	0.20	700.00	\$140.00
07/03/2020	JSP	BL	Conference call with Glass Ratner team and I. Scharf regarding A/R settlements	0.40	700.00	\$280.00
07/03/2020	JSP	BL	Review case status list and notes regarding same (A/R; objections to relief from stay motions; plan/disclosure statement review, document requests)	0.50	700.00	\$350.00
07/06/2020	IDS	BL	Telephone call with Debtor's counsel regarding pending motions.	0.20	700.00	\$140.00
07/07/2020	JSP	BL	Correspondence regarding documents requests/responses	0.80	700.00	\$560.00
07/08/2020	JSP	BL	Review document requests/responses	0.90	700.00	\$630.00
07/08/2020	IDS	BL	Telephone call with Debtor's counsel regarding pending matters.	0.40	700.00	\$280.00
07/08/2020	JSP	BL	Call with Debtor's counsel regarding case status, including plan and motions for relief from stay	0.40	700.00	\$280.00
07/09/2020	JSP	BL	Confer with A. Talesnick (counsel for M&T) regarding bank records	0.20	700.00	\$140.00
07/10/2020	JSP	BL	Review correspondence and reports in preparation for call regarding document requests	0.80	700.00	\$560.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
07/10/2020	JSP	BL	Call with D. Greenblatt, C. Hill and N. Basalyga re: document request status	0.50	700.00	\$350.00
07/10/2020	JSP	BL	Correspondence regarding receivables	0.30	700.00	\$210.00
07/13/2020	JSP	BL	Review correspondence from D. Greenblatt regarding A/R issues	0.10	700.00	\$70.00
07/14/2020	JSP	BL	Correspondence regarding document requests and responses	0.80	700.00	\$560.00
07/15/2020	JSP	BL	Conf call with Glass Ratner and i. Scharf regarding document issues, including retention	0.40	700.00	\$280.00
07/15/2020	JSP	BL	Calls and correspondence to A. Telesnick regarding M&T documents	0.40	700.00	\$280.00
07/16/2020	JSP	BL	Call with Debtor's professionals, including B. Bieber, regarding A/R issues	0.50	700.00	\$350.00
07/16/2020	JSP	BL	Call with B. Bieber regarding settlement agreements - A/R	0.30	700.00	\$210.00
07/16/2020	JSP	BL	Correspondence from N. Basalyga regarding document production	0.10	700.00	\$70.00
07/17/2020	JSP	BL	Review supplemental document production from N. Basalyga/Debtor	0.80	700.00	\$560.00
07/22/2020	JSP	BL	Revise draft settlement agreement for A/R claims	0.90	700.00	\$630.00
07/23/2020	JSP	BL	Participate on A/R collection update call with Debtor and Debtor's professionals	0.60	700.00	\$420.00
07/27/2020	IDS	BL	Respond to C. Hill email regarding Empire subpoena.	0.20	700.00	\$140.00
07/27/2020	GSG	BL	Emails re document review and litigation.	0.10	700.00	\$70.00
07/28/2020	JSP	BL	Correspondence regarding settlement agreements and release language - B. Bieber	0.60	700.00	\$420.00
07/29/2020	JSP	BL	Call with B. Bieber regarding A/R settlement agreement	0.20	700.00	\$140.00
07/29/2020	GSG	BL	Review informal discovery requests and docket re litigation status.	0.90	700.00	\$630.00
07/30/2020	JSP	BL	Calls with, and correspondence to/from C. Hill and N. Basalga regarding documents requested/produced	0.90	700.00	\$630.00
07/30/2020	JSP	BL	Call with B. Bieber and others regarding A/R legal issues	0.60	700.00	\$420.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
07/31/2020	JSP	BL	Call w/ D. Greenblatt, V. Skolkandic & N. Basalyga re: document request update	0.40	700.00	\$280.00
				17.60		\$12,320.00

Claims Admin/Objections[B310]

07/01/2020	GSG	CO	Review briefing re class claims and application of 7023.	0.90	700.00	\$630.00
07/01/2020	GSG	CO	Review brief by Private Insurance Plaintiffs to file class claim; confer with I. Scharf re same.	0.40	700.00	\$280.00
07/01/2020	IDS	CO	Telephone call with G. Greenwood regarding class claim.	0.20	700.00	\$140.00
07/01/2020	IDS	CO	Review research file regarding class claims / 2d circuit.	0.80	700.00	\$560.00
07/06/2020	GSG	CO	Review 2d Circuit cases re application of 7023 and use of class claim; email I. Scharf re same.	4.10	700.00	\$2,870.00
07/06/2020	IDS	CO	Telephone call with counsel to tort claimant regarding Global settlement.	0.30	700.00	\$210.00
07/09/2020	IDS	CO	Telephone call with Gail Greenwood regarding class claim.	0.40	700.00	\$280.00
07/09/2020	JSP	CO	Review class action documents	0.70	700.00	\$490.00
07/10/2020	GSG	CO	Draft opposition re private insurance plaintiffs' motion for leave to file class claim; review dockets re pending class actions and facts.	5.80	700.00	\$4,060.00
07/13/2020	GSG	CO	Draft opposition to motion to bring class claim by PIPs.	9.40	700.00	\$6,580.00
07/14/2020	GSG	CO	Draft/revise opposition to motion to bring class claim by PIPs.	3.10	700.00	\$2,170.00
07/15/2020	JSP	CO	Review objection to Hestrup class claim motion	0.80	700.00	\$560.00
07/16/2020	JSP	CO	Correspondence regarding Hestrup class action motion and objection to same	0.40	700.00	\$280.00
07/17/2020	LSC	CO	File letter to chambers re Motion for Leave to File Class Claims.	0.20	425.00	\$85.00
07/21/2020	JSP	CO	Prepare for call with Debtor's Accounts Payable group	0.60	700.00	\$420.00
07/21/2020	JSP	CO	Participate on call with Debtor's Accounts Payable group	1.10	700.00	\$770.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
07/22/2020	JSP	CO	Follow up call with W. Weityz and D. Greenblatt regarding AP process based on previous discussion with Debtor's representatives	0.50	700.00	\$350.00
07/22/2020	JSP	CO	Notes regarding follow up with Debtor regarding AP process	0.90	700.00	\$630.00
07/23/2020	IDS	CO	Analysis of municipal claims issue with S. Badala.	0.70	700.00	\$490.00
07/24/2020	JSP	CO	Correspondence from C. Hill regarding bar date motion	0.10	700.00	\$70.00
07/24/2020	IDS	CO	Review comments to class claim stipulation.	0.30	700.00	\$210.00
07/27/2020	JSP	CO	Correspondence to C. Hill regarding AP issues	0.80	700.00	\$560.00
07/28/2020	JSP	CO	Call with C. Hill and others regarding NYAG claim	0.80	700.00	\$560.00
07/28/2020	JSP	CO	Review correspondence and draft term sheet from C. Hill re NYAG claim	0.40	700.00	\$280.00
07/28/2020	IDS	CO	Email with C. Hill regarding NYAG claim.	0.20	700.00	\$140.00
07/28/2020	IDS	CO	Telephone conference with C. Hill regarding NYAG claim.	0.30	700.00	\$210.00
07/28/2020	IDS	CO	Email with C. Hill, N. Kajon. regarding claim motion.	0.30	700.00	\$210.00
07/30/2020	IDS	CO	Finalize stipulation with class counsel and email same to chambers.	0.40	700.00	\$280.00
07/31/2020	IDS	CO	Review settlement proposal regarding municipalities.	0.30	700.00	\$210.00
				35.20		\$24,585.00

Compensation Prof. [B160]

07/07/2020	WLR	CP	Correspondence to LaAsia Canty re May and June fee notices and re case background documents and information for interim fee applications	0.30	700.00	\$210.00
07/07/2020	LSC	CP	Prepare draft notice/cover sheet for monthly fee statement.	0.40	425.00	\$170.00
07/07/2020	LSC	CP	Research and draft correspondence to B. Ramseyer regarding monthly fee statement.	0.30	425.00	\$127.50
07/08/2020	WLR	CP	Prepare June 2020 fee application	0.70	700.00	\$490.00
07/08/2020	WLR	CP	Review correspondence from LaAsia Canty re case background documents re fee applications	0.20	700.00	\$140.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
07/08/2020	WLR	CP	Telephone call from Jason Pomerantz re status of fee notices	0.10	700.00	\$70.00
07/08/2020	WLR	CP	Review and revise first fee statement	0.60	700.00	\$420.00
07/08/2020	IDS	CP	Finalize Pachulski Stang Ziehl & Jones invoice for fee application.	0.40	700.00	\$280.00
07/08/2020	LSC	CP	Prepare coversheet and notice for PSZJ's first combined monthly fee statement and file and serve same.	0.80	425.00	\$340.00
07/10/2020	WLR	CP	Prepare draft first interim fee application	0.90	700.00	\$630.00
				4.70		\$2,877.50

General Creditors Comm. [B150]

07/08/2020	JSP	GC	Review NDA regarding Anti-Trust litigation	0.80	700.00	\$560.00
07/08/2020	IDS	GC	Review and revise proposed NDA.	0.40	700.00	\$280.00
07/08/2020	IDS	GC	Email to R. Malone regarding antitrust claims / potential conflict.	0.20	700.00	\$140.00
07/08/2020	IDS	GC	Email to D. Patel regarding antitrust claims / potential conflict.	0.20	700.00	\$140.00
07/08/2020	IDS	GC	Email with P. Kohn regarding potential committee member conflicts.	0.20	700.00	\$140.00
07/08/2020	JIS	GC	Call with Ilan Scharf regarding settlement of anti trust lawsuits and claims issues.	0.30	700.00	\$210.00
07/08/2020	JSP	GC	Review agenda, including preparation for Committee call in connection with same	0.70	700.00	\$490.00
07/08/2020	IDS	GC	Email agenda for committee regarding call.	0.40	700.00	\$280.00
07/09/2020	JSP	GC	Review/comment on NDA relating to Anti-Trust litigation	0.40	700.00	\$280.00
07/09/2020	JSP	GC	Prepare for Committee call, including review of latest report from Glass Ratner	0.80	700.00	\$560.00
07/09/2020	JSP	GC	Participate on weekly Committee call	0.60	700.00	\$420.00
07/13/2020	IDS	GC	Follow up with N. Kajon, S. Mayer regarding NDA re antitrust litigation	0.20	700.00	\$140.00
07/13/2020	IDS	GC	Work on NDA's with Committee Members.	0.40	700.00	\$280.00
07/14/2020	IDS	GC	Telephone call with N.Kajai, S. Meyer regarding	0.40	700.00	\$280.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			class claim, anti trust claim.			
07/16/2020	JSP	GC	Prepare for Committee meeting, including review of Glass Ratner report	0.70	700.00	\$490.00
07/16/2020	JSP	GC	Participate on weekly committee call to discuss issues, including sale motion, motions for relief from stay, plan issues	0.80	700.00	\$560.00
07/22/2020	JSP	GC	Review draft agenda for Committee call	0.10	700.00	\$70.00
07/23/2020	JSP	GC	Prepare for Committee call	0.70	700.00	\$490.00
07/23/2020	JSP	GC	Participate on Committee call	0.50	700.00	\$350.00
07/23/2020	IDS	GC	Attend committee meeting regarding antitrust claims, class claim, other matters.	0.50	700.00	\$350.00
07/23/2020	IDS	GC	Prepare for committee meeting.	0.20	700.00	\$140.00
07/29/2020	JSP	GC	Prepare for upcoming Committee call	0.90	700.00	\$630.00
07/30/2020	JSP	GC	Prepare for Committee call	0.70	700.00	\$490.00
07/30/2020	JSP	GC	Call with GR team regarding case strategy	0.30	700.00	\$210.00
07/30/2020	JSP	GC	Participate on call with Committee regarding case status	0.40	700.00	\$280.00
07/30/2020	IDS	GC	Attend weekly committee call.	0.50	700.00	\$350.00
07/30/2020	IDS	GC	Review GR weekly presentation.	0.20	700.00	\$140.00
07/30/2020	IDS	GC	Prepare for committee call.	0.20	700.00	\$140.00
07/30/2020	IDS	GC	Email to committee regarding call agenda.	0.20	700.00	\$140.00
				12.90		\$9,030.00

Insurance Coverage

07/07/2020	JSP	IC	Call with Debtor's professionals regarding Hiscox litigation	0.60	700.00	\$420.00
07/15/2020	IAWN	IC	Telephone conference with Ilan Scharf and Jason S Pomerantz re insurance	0.30	700.00	\$210.00
07/15/2020	IAWN	IC	Exchange emails with Janice G Washington re search for docket	0.10	700.00	\$70.00
07/15/2020	IAWN	IC	Review docket re insurance	1.20	700.00	\$840.00
07/16/2020	JSP	IC	Correspondence regarding Hiscox litigation	0.70	700.00	\$490.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
07/16/2020	IAWN	IC	Exchange emails with Ilan Scharf and Jeffrey N Pomerantz re defense costs paid	0.20	700.00	\$140.00
				3.10		\$2,170.00

Litigation (Non-Bankruptcy)

07/08/2020	JSP	LN	Correspondence regarding anti-trust litigation	0.40	700.00	\$280.00
07/09/2020	JSP	LN	Conference call with Debt'or's professionals regarding Anti-Trust litigation	0.90	700.00	\$630.00
07/10/2020	JSP	LN	Analysis regarding Anti-Trust litigation	0.40	700.00	\$280.00
07/15/2020	JSP	LN	Correspondence regarding anti-trust litigation	0.40	700.00	\$280.00
				2.10		\$1,470.00

Plan & Disclosure Stmt. [B320]

07/01/2020	JSP	PD	Begin review of draft plan	2.20	700.00	\$1,540.00
07/01/2020	JSP	PD	Correspondence regarding draft plan	0.50	700.00	\$350.00
07/01/2020	IDS	PD	Review plan/ DS.	3.30	700.00	\$2,310.00
07/01/2020	REM	PD	Review disclosure statement.	1.50	700.00	\$1,050.00
07/01/2020	REM	PD	Review settlement.	1.00	700.00	\$700.00
07/02/2020	JSP	PD	Review draft plan/disclosure statement	2.30	700.00	\$1,610.00
07/02/2020	JSP	PD	Review correspondence from A. Telesnick and M. Schmergei regarding plan	0.70	700.00	\$490.00
07/02/2020	REM	PD	Work on agreement and plan.	3.30	700.00	\$2,310.00
07/02/2020	REM	PD	Work on Plan.	1.00	700.00	\$700.00
07/03/2020	JSP	PD	Begin review of comments to plan	2.30	700.00	\$1,610.00
07/03/2020	REM	PD	Review plan.	7.50	700.00	\$5,250.00
07/04/2020	REM	PD	Review of Plan and suggested changes.	1.30	700.00	\$910.00
07/05/2020	JSP	PD	Further review/analysis of plan and comments to same	2.20	700.00	\$1,540.00
07/05/2020	REM	PD	Work on Disclosure Statement.	1.20	700.00	\$840.00
07/06/2020	JSP	PD	Review disclosure statement, including initial comments to same	2.80	700.00	\$1,960.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
07/06/2020	JSP	PD	Review comments to draft Plan	1.60	700.00	\$1,120.00
07/06/2020	IDS	PD	Revise plan.	2.40	700.00	\$1,680.00
07/06/2020	IDS	PD	Email to Committee regarding plan.	0.30	700.00	\$210.00
07/06/2020	REM	PD	Work on disclosure statement.	3.00	700.00	\$2,100.00
07/07/2020	JSP	PD	Analyze response of NY Attorney General to Debtor's term sheet	1.20	700.00	\$840.00
07/07/2020	JSP	PD	Correspondence regarding plan and disclosure statement	1.80	700.00	\$1,260.00
07/13/2020	JSP	PD	Attention to issues regarding revised plan	2.30	700.00	\$1,610.00
07/14/2020	JSP	PD	Analysis regarding revisions to plan/disclosure statement	2.70	700.00	\$1,890.00
07/17/2020	JSP	PD	Call with T. Buck and D. Greenblatt regarding plan issues	0.50	700.00	\$350.00
07/17/2020	JSP	PD	Review proposed changes to plan, including comments to same, in preparation for call with Debtor's counsel regarding same	2.60	700.00	\$1,820.00
07/17/2020	JSP	PD	Call with C. Hill, N. Basalyga and I. Scharf regarding plan issues	0.40	700.00	\$280.00
07/18/2020	JSP	PD	Review updated revised plan and disclosure statement from C. Hill	1.70	700.00	\$1,190.00
07/20/2020	JSP	PD	Review further revisions to plan and disclosure statement	1.40	700.00	\$980.00
07/21/2020	JSP	PD	Further review of changes to latest version of plan and disclosure statement (with redline comments)	1.30	700.00	\$910.00
07/22/2020	BDD	PD	Call with/email to JS Pomerantz re RDC Plan and Disc. Statement	0.10	425.00	\$42.50
07/22/2020	JSP	PD	Correspondence to Committee regarding plan	0.10	700.00	\$70.00
07/22/2020	JSP	PD	Notes regarding plan and disclosure statement for further discussions with Debtor	1.30	700.00	\$910.00
07/30/2020	IDS	PD	Telephone call with R. Michaelson regarding Liquidation Trustee position.	0.60	700.00	\$420.00
07/30/2020	IDS	PD	Telephone call with E. Frejka regarding Liquidation Trustee position.	0.80	700.00	\$560.00
07/31/2020	IDS	PD	Attend call with GR and Pachulski Stang Ziehl &	0.40	700.00	\$280.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
			Jones regarding plan confirmation.			
07/31/2020	IDS	PD	Emails to Liquidation Trustees candidates regarding interview process.	0.40	700.00	\$280.00
07/31/2020	IDS	PD	Telephone call with Jason Pomerantz regarding Liquidation Trustee interviews.	0.20	700.00	\$140.00
07/31/2020	IDS	PD	Work on confirmation issues.	0.80	700.00	\$560.00
07/31/2020	JSP	PD	Analysis regarding plan issues, especially liquidating trust/trustee	2.40	700.00	\$1,680.00
				63.40		\$44,352.50

Retention of Prof. [B160]

07/03/2020	GFB	RP	Review and analyze conflicts data; draft emails to Laura Davis Jones, Brad Sandler, Richard Pachulski, and Henry Kevane regarding same.	1.30	700.00	\$910.00
07/09/2020	GFB	RP	Review and analyze conflicts data; draft emails to Laura Davis Jones and Henry Kevane regarding same.	0.60	700.00	\$420.00
07/15/2020	GFB	RP	Draft emails to Laura Davis Jones and Tim Cairns regarding conflicts data; review responses and draft replies regarding same.	0.30	700.00	\$210.00
				2.20		\$1,540.00

Stay Litigation [B140]

07/01/2020	GSG	SL	Additional research re tort/contract setoff cases; draft objection to stay relief by Merck.	3.70	700.00	\$2,590.00
07/02/2020	GSG	SL	Draft/revise objection to stay relief by Merck.	5.40	700.00	\$3,780.00
07/03/2020	GSG	SL	Draft/revise objection to stay relief by Merck.	3.80	700.00	\$2,660.00
07/03/2020	GSG	SL	Draft objection to stay relief by Novartis.	5.30	700.00	\$3,710.00
07/06/2020	GSG	SL	Email I. Scharf re stay relief objections and drafts.	0.30	700.00	\$210.00
07/07/2020	JSP	SL	Comments to oppositions to motions for relief from stay (Mead, Merck and Novartis)	0.90	700.00	\$630.00
07/08/2020	IDS	SL	Finalize objection to Meade stay relief motion.	0.70	700.00	\$490.00
07/08/2020	IDS	SL	Finalize objection to Novartis stay relief motion.	0.50	700.00	\$350.00
07/08/2020	IDS	SL	Finalize objection to Merck stay relief motion.	0.60	700.00	\$420.00

				<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
07/10/2020	LSC	SL	Prepare certificate of service, file, and serve Committee Objection to Mead Square Motion for Relief from Stay (.3); Prepare certificate of service, file, and serve Committee Objection to Merck Motion for Relief from Stay (.3); and Prepare certificate of service, file, and serve Committee Objection to Novartis Motion for Relief from Stay (.3).	0.90	425.00	\$382.50
07/20/2020	GSG	SL	Review docket re stay relief objections and status.	0.30	700.00	\$210.00
07/23/2020	GSG	SL	Review decision re Mead denial of stay relief.	0.20	700.00	\$140.00
				<u>22.60</u>		<u>\$15,572.50</u>

TOTAL SERVICES FOR THIS MATTER:

\$120,567.50

Expenses

06/01/2020	CC	Conference Call [E105] Loop Up Conference Call, IDS	6.24
06/05/2020	CC	Conference Call [E105] Loop Up Conference Call, IDS	5.90
06/08/2020	CC	Conference Call [E105] Loop Up Conference Call, IDS	9.44
06/08/2020	CC	Conference Call [E105] Loop Up Conference Call, IDS	39.74
06/11/2020	CC	Conference Call [E105] Loop Up Conference Call, IDS	35.76
06/14/2020	CC	Conference Call [E105] Loop Up Conference Call, IDS	21.42
06/18/2020	CC	Conference Call [E105] Loop Up Conference Call, IDS	45.16
07/01/2020	LN	75015.00002 Lexis Charges for 07-01-20	4.93
07/08/2020	PO	75015.00002 :Postage Charges for 07-08-20	5.40
07/08/2020	RE2	SCAN/COPY (48 @0.10 PER PG)	4.80
07/08/2020	RE2	SCAN/COPY (24 @0.10 PER PG)	2.40
07/08/2020	RE2	SCAN/COPY (1 @0.10 PER PG)	0.10
07/09/2020	RE2	SCAN/COPY (1 @0.10 PER PG)	0.10
07/15/2020	CL	75015.00002 CourtLink charges for 07-15-20	52.23
07/20/2020	PO	75015.00002 :Postage Charges for 07-20-20	2.75
07/20/2020	RE2	SCAN/COPY (44 @0.10 PER PG)	4.40
07/20/2020	RE2	SCAN/COPY (11 @0.10 PER PG)	1.10
07/20/2020	RE2	SCAN/COPY (1 @0.10 PER PG)	0.10
07/23/2020	RE2	SCAN/COPY (24 @0.10 PER PG)	2.40
07/23/2020	RE2	SCAN/COPY (10 @0.10 PER PG)	1.00
07/31/2020	PAC	Pacer - Court Research	21.50

Total Expenses for this Matter

\$266.87

REMITTANCE ADVICE

Please include this Remittance with your payment

For current services rendered through: 07/31/2020

Total Fees \$120,567.50

Total Expenses 266.87

Total Due on Current Invoice \$120,834.37

Outstanding Balance from prior invoices as of 07/31/2020 (May not include recent payments)

<u>A/R Bill Number</u>	<u>Invoice Date</u>	<u>Fees Billed</u>	<u>Expenses Billed</u>	<u>Balance Due</u>
125170	05/31/2020	\$136,667.50	\$610.34	\$137,277.84
125390	06/30/2020	\$140,502.50	\$488.87	\$140,991.37

Total Amount Due on Current and Prior Invoices: \$399,103.58

UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NEW YORK

In re:

ROCHESTER DRUG CO-OPERATIVE, INC.,

Debtor.

) Chapter 11

) Case No. 20-20230

CERTIFICATE OF SERVICE

I, La Asia S. Canty, am over the age of eighteen years, am employed by Pachulski Stang Ziehl & Jones LLP. I am not a party to the within action; my business address is 780 Third Avenue, 34th Floor, New York, New York 10017-2024. I hereby certify under penalty of perjury that on the 27th day of August, 2020, I electronically filed the **THIRD MONTHLY FEE STATEMENT OF PACHULSKI STANG ZIEHL & JONES LLP FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR ROCHESTER DRUG CO-OPERATIVE, INC. FOR THE PERIOD JULY 1, 2020 THROUGH JULY 31, 2020** with the Clerk of the Bankruptcy Court for the Western District of New York, using the CM/ECF system.

I also certify that on August 27, 2020, copies of the above-referenced document were served via First Class US Mail upon the parties set forth below.

Hon. Paul R. Warren
United States Bankruptcy
Court – Western District
100 State St.
Rochester, NY 14614

Kathleen D. Schmitt, Esq.
Office of the U.S. Trustee
Federal Office Building
100 State Street, Room 6090
Rochester, NY 14614

Stephen A. Donato
Bond, Schoeneck & King, PLLC
One Lincoln Center
Syracuse, NY 13202-1355

Dated: August 27, 2020

/s/ La Asia S. Canty
La Asia S. Canty

EXHIBIT D
[Proposed Order]

**UNITED STATES BANKRUPTCY COURT
WESTERN DISTRICT OF NEW YORK**

In re:

ROCHESTER DRUG CO-OPERATIVE, INC.,

Debtor.

)
) Chapter 11
)

) Case No. 20-20230
)
)
)

**ORDER GRANTING FIRST INTERIM FEE APPLICATION OF PACHULSKI
STANG ZIEHL & JONES LLP FOR COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS
OF THE DEBTOR FOR THE PERIOD APRIL 9, 2020 THROUGH JULY 31, 2020**

This matter is before the Court on the First Interim Fee Application of Pachulski Stang Ziehl & Jones LLP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Counsel to the Official Committee of Unsecured Creditors of the Debtor for the Period April 9, 2020 through July 31, 2020 (the “First Compensation Period” and the “Application”) [Doc ____], filed by Pachulski Stang Ziehl & Jones LLP (“PSZJ”), counsel to the Committee. In the Application, PSZJ requests (a) allowance of interim compensation for professional services performed by PSZJ for the First Compensation Period in the amount of \$397,737.50 (b) reimbursement of its actual and necessary expenses in the amount of \$1,366.08 incurred during the First Compensation Period, and (c) directing the Debtor to pay PSZJ the amount of \$176,268.37 for the unpaid total.

The Court, having considered the Application and notice of the Application appearing adequate, and having convened a hearing on _____, 2020 and being otherwise duly advised in the premises, determines that the Application should be, and hereby is GRANTED. Accordingly,

IT IS THEREFORE ORDERED as follows:

1. The Application is GRANTED in its entirety.
2. PSZJ's compensation for professional services rendered during the First Compensation Period is allowed on an interim basis in the amount of \$397,737.50.
3. Reimbursement of PSZJ's expenses incurred during the First Compensation Period is allowed on an interim basis in the amount of \$1,366.08.
4. The Debtor is directed to pay PSZJ the amount of \$176,268.37 for the unpaid amounts incurred during the First Compensation Period.
5. The compensation and reimbursement of expenses awarded in this Order shall be interim and subject to final approval pursuant to section 330(a)(5) of the Bankruptcy Code.
6. The allowance of interim compensation and reimbursement of expenses pursuant to this Order is without prejudice to PSZJ's right to seek additional compensation for services performed and expenses incurred during the First Compensation Period, which were not processed at the time of the Application.
7. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

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EXHIBIT E

(Summary of Itemized Time Records)

**SUMMARY OF PROFESSIONAL SERVICES RENDERED BY TIMEKEEPER
FOR THE PERIOD OF APRIL 9, 2020 THROUGH JULY 31, 2020**

(Partners)

NAME OF PROFESSIONAL (in alphabetical order) PARTNERS	EFFECTIVE HOURLY RATE (Capped at \$700 per Hour)	TOTAL HOURS BILLED (in this application)	FEES BILLED
James I. Stang	\$700.00	9.70	\$6,790.00
Iain A.W. Nasatir	\$700.00	5.30	\$3,710.00
Maxim B. Litvak	\$700.00	5.80	\$4,060.00
Nina L. Hong	\$700.00	2.60	\$1,820.00
Ilan D. Scharf	\$700.00	161.80	\$113,260.00
Richard E. Mikels	\$700.00	19.80	\$13,860.00
Jason S. Pomerantz	\$700.00	220.30	\$154,210.00
Totals for Partners:		425.30	\$297,710.00

(Of-Counsel)

NAME OF PROFESSIONAL (in alphabetical order) OF COUNSEL	EFFECTIVE HOURLY RATE (Capped at \$700 per hour)	TOTAL HOURS BILLED (in this application)	FEES BILLED
William L. Ramseyer	\$700.00	2.80	\$1,960.00
Gina F. Brandt	\$700.00	2.20	\$1,540.00
Richard J. Gruber	\$700.00	2.20	\$1,540.00
Gail S. Greenwood	\$700.00	86.00	\$60,200.00
Cia H. Mackle	\$675.00	24.40	\$16,470.00
Totals for Of-Counsel:		117.60	\$81,710.00

(Associates)

NAME OF PROFESSIONAL (in alphabetical order) ASSOCIATES	EFFECTIVE HOURLY RATE	TOTAL HOURS BILLED (in this application)	FEES BILLED
Steven W. Golden	\$625.00	20.40	\$12,750.00
Totals for Associates:		645.40	\$12,770.40

(Paraprofessionals)

NAME OF PROFESSIONAL (in alphabetical order) Paraprofessionals	EFFECTIVE HOURLY RATE	TOTAL HOURS BILLED (in this application)	FEES BILLED
Beth D. Dassa	\$425.00	0.10	\$42.50
La Asia S. Canty	\$425.00	13.00	\$5,525.00
Totals for Paraprofessionals:		13.10	\$5,567.50

CERTIFICATE OF SERVICE

I, La Asia S. Canty, am over the age of eighteen years, am employed by Pachulski Stang Ziehl & Jones LLP. I am not a party to the within action; my business address is 780 Third Avenue, 34th Floor, New York, New York 10017-2024. I hereby certify under penalty of perjury that on the 17th day of September, 2020, I electronically filed the **FIRST INTERIM FEE APPLICATION OF PACHULSKI STANG ZIEHL & JONES LLP FOR COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF THE DEBTOR FOR THE PERIOD APRIL 9, 2020 THROUGH JULY 31, 2020** with the Clerk of the Bankruptcy Court for the Western District of New York, using the CM/ECF system.

I also certify that on September 17, 2020, copies of the above-referenced document were served via First Class US Mail upon the parties set forth below.

Hon. Paul R. Warren
United States Bankruptcy
Court – Western District
100 State St.
Rochester, NY 14614

Kathleen D. Schmitt, Esq.
Office of the U.S. Trustee
Federal Office Building
100 State Street, Room 6090
Rochester, NY 14614

Stephen A. Donato
Bond, Schoeneck & King, PLLC
One Lincoln Center
Syracuse, NY 13202-1355

Dated: September 17, 2020

/s/ La Asia S. Canty
La Asia S. Canty